



THOMAS L. GARTHWAITE, M.D.
Director and Chief Medical Officer

FRED LEAF
Chief Operating Officer

COUNTY OF LOS ANGELES
DEPARTMENT OF HEALTH SERVICES
313 N. Figueroa, Los Angeles, CA 90012
(213) 240-8101

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February 5, 2004

The Honorable Board of Supervisors
County of Los Angeles
Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, CA 90012

Dear Supervisors:

**AMENDMENTS OF THE BYLAWS FOR THE PROFESSIONAL
STAFF ASSOCIATION OF LOS ANGELES COUNTY -
RANCHO LOS AMIGOS NATIONAL REHABILITATION CENTER
(Fourth District) (3 Votes)**

IT IS RECOMMENDED THAT YOUR BOARD:

Approve and instruct the Chair to sign the attached Bylaws of the Professional Staff Association of Los Angeles County - Rancho Los Amigos National Rehabilitation Center as amended (Exhibit I), effective upon Board approval and continuing for an indefinite period of time, with no fiscal impact.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION:

In approving this action, the Board is authorizing revisions to the Bylaws of the Professional Staff Association of Los Angeles County - Rancho Los Amigos National Rehabilitation Center. These revisions are recommended at this time to reflect changes in procedures, responsibilities, relationships, current requirements of the Joint Commission on Accreditation of Healthcare Organizations (JCAHO), and organization and/or administrative changes of the Department of Health Services and the Professional Staff Association that have occurred since the last Bylaws amendments made in 2000.

Section 2.76.540 of the Los Angeles County Code provides for the establishment of professional staff associations and privileges for professional staff in County hospitals. This Code section requires that such organizations shall function in accordance with Bylaws which have been approved by the Board of Supervisors. The Bylaws of the Professional Staff Association of the Rancho Los Amigos National Rehabilitation Center were last approved by the Board of Supervisors on August 8, 2000.

The attached Bylaws amendments were approved by the Department of Health Services and the membership of the Professional Staff Association of Los Angeles County - Rancho Los Amigos National Rehabilitation Center on January 30, 2004.

FISCAL IMPACT/FINANCING:

None. There are no monetary payments associated with these Bylaws.

FACTS AND PROVISIONAL/LEGAL REQUIREMENTS:

The major areas in the existing Bylaws where changes are requested are as follows:

1. Addition of a provision to allow the Executive Committee to determine whether to limit or restrict the clinical privileges of any practitioner who provides health services at Rancho Los Amigos National Rehabilitation Center under the contract of a non-County entity in the event that the practitioner has his/her clinical privileges limited or restricted by such non-County entity.
2. Revision of a provision to allow the Executive Committee to determine if the Professional Staff Association membership and clinical privileges of any practitioner who is a County Civil Service employee, whether classified or unclassified, shall automatically terminate upon termination of County employment or transfer or assignment to another County facility.
3. Revision of basic responsibilities of Professional Staff Association membership to include abiding by all Association and Department of Health Services policies and procedures, including, without limitation, those related to the Health Insurance Portability and Accountability Act (HIPAA).
4. Revision of the appointment and reappointment process to include a requirement that the applicant may be required to submit to a medical or psychological examination, at the applicant's expense, if deemed appropriate by the Executive Committee, which may select the examining physician.
5. Clarification of the requirements for eligibility for, and the granting of, temporary clinical privileges.
6. Addition of a provision for the granting of emergency clinical privileges during a disaster.
7. Addition of a provision to require clinical privileges for telemedicine for practitioners who desire to treat patients by telemedicine link (e.g., telephone, e-mail).
8. Addition of a provision under automatic suspension to require restriction of the right of a practitioner to prescribe medications, as determined by the Executive Committee, if, and to the extent that, his/her Drug Enforcement Administration certificate is restricted.

9. Elimination of the office of Treasurer from the officers of the Professional Staff Association.
10. Change the name of the Department of Neuro Sciences to Department of Neurorehabilitation.
11. Addition of a provision to allow the Executive Committee to make changes to the clinical departments of the Professional Staff Association, subject to the approval of the Director of Health Services, without the necessity of a Bylaws amendment, and to require that the clinical departments shall reflect the scope of services provided within the Rancho Los Amigos National Rehabilitation Center. Addition of a provision that it shall be exclusively within the control and discretion of the Director of Health Services and the Board of Supervisors to establish the scope and venue of services provided within the Rancho Los Amigos National Rehabilitation Center, including, but not limited to, the creation, elimination, consolidation or modification of specific departments of the Rancho Los Amigos National Rehabilitation Center. Deletion of the provision that allowed the Director of Health Services to make changes to the clinical departments, without the necessity of a Bylaws amendment.
12. Addition of a provision that the Director of Health Services and Chief Medical Officer of Health Services are ex-officio members of the Executive Committee.
13. Changes in various provisions relating to Professional Staff Association committees' membership and duties to reflect current practice.
14. Revision of indemnification and insurance requirements, as approved by CAO Risk Management, which are applicable to any practitioner who provides health services at the Rancho Los Amigos National Rehabilitation Center and who bills patients for these health services.
15. Addition of a provision that the Director of Health Services' approval of the Professional Staff Association rules and regulations, adopted by the Executive Committee, shall not be withheld unreasonably, that such rules and regulations shall be reviewed, and may be revised if necessary, at least every two years, and that if there is any conflict between the Bylaws and such rules and regulations, the Bylaws shall govern.
16. Revisions to clarify and generally require that the Director of Health Services must consider the recommendations, if any, of the Executive Committee when granting, modifying, suspending or terminating Professional Staff Association membership and/or clinical privileges and when taking action to accommodate and carry out orders of the Civil Service Commission or other Civil Service requirements.
17. Clarification that the Board of Supervisors' approval of Bylaws amendments shall not be withheld unreasonably and that neither the Professional Staff Association nor the Board of Supervisors may unilaterally amend the Bylaws.

County Counsel has approved these Bylaws amendments (Exhibit I) as to form.

The Chief Administrative Office Risk Manager has approved the indemnification and insurance provisions of the Bylaws.

The Honorable Board of Supervisors
February 5, 2004
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CONTRACTING PROCESS:

Not applicable.

IMPACT ON CURRENT SERVICES (OR PROJECTS):

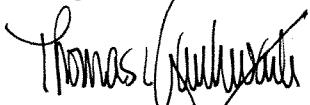
None.

CONCLUSION:

The Department of Health Services is recommending that the Board approve the Bylaws of the Professional Staff Association of Los Angeles County - Rancho Los Amigos National Rehabilitation Center as amended.

When approved, this Department requires four signed copies of the Bylaws.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Thomas L. Garthwaite", is written over the typed name.

Thomas L. Garthwaite, M.D.
Director and Chief Medical Officer

Attachment (1)

c: Chief Administrative Officer
County Counsel
Executive Officer, Board of Supervisors

Final Draft Bylaws Board Letter 1-28-04.wpd

BYLAWS
OF THE
PROFESSIONAL STAFF ASSOCIATION
OF
RANCHO LOS AMIGOS NATIONAL REHABILITATION CENTER

~~*Approved*~~

~~*August 8, 2000*~~

~~Draft #1 9/12/03~~
~~Draft #2 10/01/03~~
~~Draft #3 10/02/03~~
~~Draft #4 10/15/03~~
~~Draft #5 10/16/03~~
~~Draft #6 10/20/03~~
~~Draft #7 1/07/04~~
~~Draft #8 1/12/04~~
~~Draft #9 1/134/04~~

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Signature Page

PREAMBLE

The purpose of the Professional Staff Association of the Los Angeles County Rancho Los Amigos National Rehabilitation Center shall be to maintain, subject to the ultimate authority and responsibility of the Los Angeles County Board of Supervisors, professional standards for health services rendered to patients at Rancho Los Amigos National Rehabilitation Center; to function as the single organized professional staff that has overall responsibility, subject to the ultimate authority and responsibility of the Los Angeles County Board of Supervisors, for the quality of the professional services provided by persons with clinical privileges as well as the responsibility of accounting therefor to the Los Angeles County Board of Supervisors; to ensure that all patients receive high quality care; to offer a means of prompt and efficient cooperation with the Administration of the Medical Center, the ~~Associate Director~~ Chief Medical Officer of the Department of Health Services, Clinical and Medical Affairs, the Director of the Department of Health Services, the Los Angeles County Board of Supervisors, and Los Angeles County professional associations and schools; and to stimulate professional and scientific contributions by members to the Professional Staff Association to increase the value of the Medical Center as a training institution for members of the Professional Staff Association, residents , interns, medical students, technicians, and nurses, as well as members of medical, dental and ancillary professions at large.

DEFINITIONS

1. **MEDICAL CENTER** means the Los Angeles County Rancho Los Amigos National Rehabilitation Center.
2. **GOVERNING BODY** means the Board of Supervisors of Los Angeles County.
3. **DIRECTOR** means the Director of the County Department of Health Services delegated by the Board of Supervisors to act on its behalf in the overall management of Department of Health Services' hospitals and clinics, one of which is the Medical Center.
4. ~~ASSISTANT DIRECTOR~~ **CHIEF MEDICAL OFFICER OF HEALTH SERVICES** means the administrator, whose title is ~~Associate Director of the Department~~ **Chief Medical Officer** of Health Services, ~~Clinical and Medical Affairs~~, appointed by the Director to act on behalf of the Director in the overall management of Department of Health Services' hospitals and clinics.
5. **CHIEF EXECUTIVE OFFICER or ADMINISTRATOR** means the person, whose title is Chief Executive Officer, appointed by the Director to act on behalf of the ~~Assistant~~ Director in the overall management of the Medical Center.
6. **CHIEF MEDICAL OFFICER** means the physician, whose title is Chief Medical Officer, appointed by the Director to act on behalf of the Chief Executive Officer in the management and attending staff coordination of the medical and professional affairs of the Medical Center.
7. **PHYSICIAN** means an individual who is a graduate of an approved school of medicine or osteopathy and who is licensed to practice medicine in the State of California.
8. **DENTIST** means an individual who has graduated from an approved school of dentistry and who is licensed to practice dentistry and perform oral surgery in the State of California.
9. **PODIATRIST** means an individual who holds a D.P.M. degree conferred by an approved school and who is licensed to practice podiatry in the State of California.
10. **CLINICAL PSYCHOLOGIST** means an individual who holds an appropriate doctorate degree conferred by an approved school and who is licensed to practice clinical psychology in the State of California.
11. **PRACTITIONER** means, unless otherwise expressly limited, any physician, dentist, clinical psychologist, or podiatrist who is applying for or exercising clinical privileges in the Medical Center.
12. **ATTENDING STAFF** means all physicians, podiatrists, clinical psychologists,

and dentists who attend or consult regarding patients at the Medical Center, regardless of whether such persons are County Civil Service classified or unclassified employees, or Association members, or holders of temporary or emergency privileges.

13. **DEPARTMENT** means those specialties recognized by the American Board of Medical Specialties when such specialties are granted such status under these bylaws. Dentistry is also designated as a department.
14. **DEPARTMENT CHAIRMAN** means a member of the Active Staff whose title is department chairman and who is appointed by the Director to manage and coordinate the medical affairs of his/her department.
15. **ALLIED HEALTH PROFESSIONAL** means an individual other than a physician, podiatrist, dentist, or clinical psychologist, who exercises independent judgment within the areas of his/her professional competence and the limits established by the department, Association, and applicable law, and who is qualified to render direct or indirect patient care under the supervision of an Association member who is licensed, and has been accorded privileges, to provide such care in the Medical Center.
16. **ASSOCIATION** means the formal organization of licensed physicians, dentists, clinical psychologists, and podiatrists at the Medical Center which is formally known as the Professional Staff Association of the Los Angeles County Rancho Los Amigos National Rehabilitation Center.
17. **EXECUTIVE COMMITTEE** means the Executive Committee of the Association.
18. **CLINICAL PRIVILEGES or PRIVILEGES** means the permission granted to a practitioner to render specific diagnostic, therapeutic, medical, dental, podiatric, clinical psychological, or surgical services at the Medical Center.
19. **MEDICO-ADMINISTRATIVE OFFICER** means a practitioner, employed by or otherwise serving the Medical Center on a full- or part-time basis, whose duties include certain responsibilities which are both administrative and clinical in nature. Clinical responsibilities are defined as those involving professional capability as a practitioner such as to require the exercise of clinical judgment with respect to patient care and includes the supervision of professional activities of practitioners under his direction.
20. **ASSOCIATION YEAR** means the period from the first day of July to the last day of June, inclusive.
21. **PRESIDENT** means the President of the Association.
22. **PROFESSIONAL SCHOOL(S)** means the Schools of Medicine, Dentistry, Osteopathy, and Pharmacy at various universities with which the Medical Center has affiliation agreements.

ARTICLE I

NAME

The name of this organization shall be the Professional Staff Association of the Los Angeles County Rancho Los Amigos National Rehabilitation Center.

ARTICLE II

MEMBERSHIP

Section 1. Nature of Membership

- a. Membership in the Association is a privilege which shall be extended only to professionally competent and licensed physicians, dentists, clinical psychologists, and podiatrists, who continuously meet the qualifications, standards, and requirements set forth in these bylaws.
- b. Physicians, dentists, clinical psychologists, and podiatrists employed by the Medical Center in a purely administrative capacity with no clinical duties are subject to the regular personnel policies of the Medical Center and need not become members of the Association.
- c. Physicians, dentists, clinical psychologists, and podiatrists whose duties include clinical responsibilities or functions involving their professional capabilities, are eligible to apply for membership in the Association. Persons in medico-administrative positions who desire Association membership and/or privileges are subject to the same requirements as all other applicants for Association membership or privileges.
- d. Interns, residents, students, and allied health professionals shall not be eligible for membership in the Association.
- e. Membership in the Association is separate and distinct from any individually granted clinical privileges, and Association membership shall not automatically confer any clinical privileges, and appointment to Association membership shall confer only those clinical privileges which have been granted in accordance with these bylaws.
- f. No practitioner who is not a County Civil Service classified employee shall admit or provide any health services to any patient in the Medical Center unless and until the practitioner becomes a member of the Association or has been granted temporary privileges in accordance

with these bylaws.

- g. Notwithstanding any other provision of these bylaws, the Association membership and clinical privileges of any practitioner, who has any contract with the County to provide health services at the Medical Center, or who provides health services at the Medical Center under the contract of a non-County entity, shall automatically terminate on the date of expiration or termination of such contract, and the practitioner shall not be entitled to a hearing and appellate review under Article VII, provided that the practitioner shall retain his/her Association membership and clinical privileges to the extent necessary for any employment at the Medical Center as a County Civil Service classified employee.

- h. Notwithstanding any other provision of these bylaws, if a practitioner, who provides health services at the Medical Center under the contract of a non-County entity, has his/her authority to provide such services limited or restricted by such non-County entity, then those clinical privileges which he/she has been granted that are within the scope of such limitation or restriction, as determined by the Executive Committee, shall be immediately and automatically terminated on the date, if any, that the Executive Committee, in its sole discretion, approves in writing such termination, and the practitioner shall not be entitled to a hearing and appellate review under Article VII, provided that the practitioner shall retain his/her clinical privileges to the extent necessary for any employment at the Medical Center as a County Civil Service classified employee.

- hi. Notwithstanding any other provision of these bylaws, the Association membership and clinical privileges of any practitioner who is a County Civil Service employee, whether classified or unclassified, shall automatically terminate on the date of termination of County employment or on the date that the practitioner transfers or is assigned to another County facility, unless prior to such applicable date, the Executive Committee, in its sole discretion, does not approve in writing such termination, and the practitioner shall not be entitled to a hearing and appellate review under Article VII.

Section 2. Qualifications for Membership

Only physicians, podiatrists, clinical psychologists, and dentists licensed to practice in the State of California who can document their background, experience, training, current California licensure, demonstrated competence, their adherence to the ethics of their profession, their good reputation, their physical and mental health status, and their ability to work with others, with sufficient adequacy to demonstrate to and assure the Association and the Director that

they are professionally and ethically competent and qualified and that any patient treated by them in the Medical Center will be given a high quality of care, shall be qualified for membership in the Association. No physician, podiatrist, clinical psychologist, or dentist shall be entitled to membership in the Association or to the exercise of any clinical privileges in the Medical Center merely by virtue of the fact that he/she is duly licensed to practice medicine, podiatry, clinical psychology, or dentistry in this or any other state, or that he/she is a member of any professional organization, or that he/she had in the past, or presently has, such privileges at another hospital.

Section 3. Non-Discrimination

No applicant shall be denied Association membership or clinical privileges on the basis of age, ~~sex~~ gender, race, creed, color, national origin, or any other criterion not based on professional justification.

Section 4. Conditions and Duration of Appointment

- a. Initial appointments and reappointments to the Association shall be made by the Director. The Director shall act on appointments, reappointments, or suspension or revocation of appointments only after there has been a recommendation from the Executive Committee as provided in these bylaws, provided that in the event of unwarranted delay on the part of the Executive Committee, the Director may act without such recommendation on the basis of documented evidence of the applicant's or Association member's professional and ethical qualifications obtained from reliable sources other than the Executive Committee.
- b. Except as otherwise provided in Section 4 of Article III, initial appointments shall be provisional for a maximum period of six (6) months. Prior to the conclusion of the provisional period, the appropriate department chairman shall recommend to the Credentials Committee which shall recommend to the Director through the Executive Committee the removal of provisional status and appointment to the Active Staff or Consulting Staff, as appropriate, or the termination of the appointment. Initial appointments and any reappointments shall each be for a period of not more than twenty-four (24) months.
- c. Appointment to the Association shall confer on the appointee only those clinical privileges as have been granted by the Director in accordance with these bylaws.
- d. Every application for membership shall be signed by the applicant and shall contain the applicant's specific acknowledgment of every

member's obligation to abide by the Association bylaws, rules and regulations, and applicable Governing Body policies; to accept committee assignments; where applicable by reason of medical, surgical, podiatric, clinical psychology, or dental privileges being sought, to provide proper care and supervision of his/her patients; to participate in staffing the teaching service areas and other special care units; to participate in the quality assessment and improvement and peer review activities of the departments; and to acknowledge that all patients of the Medical Center should be a part of the established educational program.

- e. Members may be excused from participation in teaching activities at the discretion of the Chief Medical Officer.

Section 5. Basic Responsibilities of Association Membership

The ongoing responsibilities of each Active Staff, Provisional Staff, and Consulting Staff member of the Association shall include, but are not limited to:

- a. Providing patients with continuing care and quality of care meeting the professional standards of the attending staff of the Medical Center.
- b. Abiding by the Association bylaws and rules and regulations and departmental rules and regulations.
- c. Discharging in a responsible and cooperative manner such reasonable responsibilities and assignments imposed upon the member by virtue of Association membership, including, but not limited to, committee assignments and performance improvement and risk management activity.
- d. Preparing and completing in a timely fashion medical records for all the patients to whom the member provides care in the Medical Center.
- e. Abiding by the lawful ethical principles of the California Medical Association and/or the member's professional association.
- f. Participating in any Association approved educational programs for members of the attending staff, nurses and other personnel, as requested.
- g. Working cooperatively with members, nurses, Medical Center Administration ~~and others so as not to adversely affect~~ to ensure proper patient care.
- h. Making appropriate arrangements for coverage of the member's

patients as determined by the Association.

- i. Refusing to engage in improper inducements for patient referral and adhering to County policy regarding "running and capping".
- j. Participating in continuing education programs as determined by the Association.
- k. Participating in such emergency coverage or consultation panels as may be determined by the Association.
- l. Discharging such other attending staff obligations as may be lawfully established from time to time by the Association.
- m. Providing information to and/or testifying on behalf of the Association, the County or any practitioner under review regarding any matter under review pursuant to Articles VI and VII.
- n. Notifying, in writing, the Chief Medical Officer immediately after, but in no event later than within ten(10) days after, the occurrence of any of the following: (1) the practitioner is notified in writing by the Medical Board of California or other appropriate State licensing agency that an investigation regarding the practitioner is being conducted, (2) the practitioner is served with an accusation by the Medical Board of California or other appropriate State licensing agency, ~~or~~ (3) the practitioner is served with a statement of issues by the Medical Board of California or other appropriate State licensing agency.
- ~~o.~~ ~~Notifying, in writing, the Chief Medical Officer within ten (10) days after the occurrence of any of the following: (1) (4) the practitioner's membership and/or clinical privileges are voluntarily or involuntarily revoked, suspended, reduced, not renewed, or voluntarily or involuntarily relinquished at any hospital or health care facility, (2)(5) the practitioner's membership in any local, state, or national medical societies, his/her Drug Enforcement Administration certificate, or his/her license to practice any profession in any jurisdiction, are voluntarily or involuntarily revoked, suspended, reduced, not renewed, or voluntarily or involuntarily relinquished, and/or (3)(6) any professional liability litigation involving the practitioner proceeds to final judgment, is settled, or is in progress.~~
- o. Abiding by all Association and Department of Health Services policies and procedures, including, without limitation, those related to the Health Insurance Portability and Accountability Act (HIPAA).

ARTICLE III

CATEGORIES OF ASSOCIATION MEMBERSHIP

Section 1. Membership Categories

The Association membership shall be divided into:

- a. The Active Staff
- b. The Consulting Staff
- c. The Provisional Staff

Section 2. The Active Staff

The Active Staff shall consist of physicians, dentists, clinical psychologists, and podiatrists who regularly admit or attend patients in the Medical Center and who assume all the functions and responsibilities of membership in the Association, including, where appropriate, teaching and consultation assignments. Members of the Active Staff shall be appointed to a specific department, shall be eligible to vote, to hold office and to serve on Association committees, and shall be required to attend designated meetings within his department. Members of the Active Staff shall have completed the residency or other training requirements for an American specialty board certification, if applicable, or have satisfied the eligibility requirements of the applicable department as approved by the Executive Committee, or have completed five (5) years in active practice in their specialty, and have the recommendation of their department chairman for such status.

Section 3. The Consulting Staff

The Consulting Staff shall consist of physicians, podiatrists, clinical psychologists, and dentists qualified for Active Staff membership but who only occasionally admit or attend patients at the Medical Center, who act only as consultants, or who are associated with the Medical Center in connection with a specific project. Consulting Staff members shall be appointed to a specific department and shall be eligible to serve on Association committees and vote on matters before such committees. They shall not be eligible to vote at Association meetings or to hold office, nor are they required to attend department meetings, although they are encouraged to do so.

Section 4. The Provisional Staff

The Provisional Staff shall consist of physicians, dentists, clinical psychologists, and podiatrists who have provisional status as described in Article II, Section 4 (b), and who immediately prior to

their application were not members of the Association. They shall be entitled to exercise such clinical privileges as are granted pursuant to these bylaws and to attend Association, department, and committee meetings, but shall not be eligible to hold office in the Association or to vote in Association, department, or committee meetings unless that right is specified at the time of appointment.

Provisional Staff members shall undergo a period of proctoring and observation by designated Association members to evaluate the Provisional Staff member's proficiency in the exercise of clinical privileges initially granted and overall eligibility for continued Association membership and advancement within Association staff membership categories. Proctoring and observation of Provisional Staff members shall follow whatever frequency and format each department deems appropriate in order to adequately evaluate the Provisional Staff member, including, but not limited to, concurrent or retrospective chart review, mandatory consultation and/or direct observation. There should be a sufficient variety and number of cases monitored and evaluated depending upon the scope of clinical privileges requested. Appropriate records shall be maintained by the department. The results of the proctoring and observation shall be submitted by the department chairman to the Credentials Committee. A Provisional Staff member shall remain in the Provisional Staff membership category for a maximum period of six (6) months, unless the Director, upon recommendation of the Executive Committee, based on a report from the Credentials Committee, determines to extend that status for an additional period of up to six (6) months upon a finding of good cause which determination shall not be subject to review pursuant to Article VII. If the Provisional Staff member has satisfactorily demonstrated his ability to exercise the clinical privileges initially granted and otherwise appears qualified for continued Association membership, the Provisional Staff member shall be eligible for appointment by the Director as an Active Staff member or Associate Staff member, as appropriate, upon recommendation of the Executive Committee. In all other cases, the appropriate department chairman shall advise the Credentials Committee, which shall make its report to the Executive Committee, which, in turn, shall make its recommendation to the Director for a determination regarding any modification or termination of clinical privileges and Association membership.

ARTICLE IV

PROCEDURE FOR APPOINTMENT AND REAPPOINTMENT

Section 1. Application for Appointment

- a. All applications for appointment to the Association shall be in writing, shall be signed by the applicant, and shall be submitted to the Director only after review by the Chief Medical Officer, the Credentials Committee and the Executive Committee. The application form shall be approved by the Executive Committee and shall require detailed information concerning the applicant's current California licensure experience, privileges requested, and, if applicable, current insurance coverage as indicated in Article XIV, and other ~~professional~~ qualifications, and shall include names of at least three (3) persons who have had extensive experience in observing and working with the applicant and who can provide adequate references pertaining to the applicant's current professional competence, ethical character, and physical and mental health status. In addition, the application shall include, but not be limited to, all information as to: (1) whether the applicant's membership status and/or clinical privileges have ever been voluntarily or involuntarily revoked, suspended, reduced, not renewed, or ~~voluntarily or involuntarily~~ relinquished at any other hospital or health facility, (2) whether the applicant's membership in any local, state or national medical societies or his license to practice any profession in any jurisdiction has ever been voluntarily or involuntarily revoked, suspended, not renewed, reduced, or ~~voluntarily or involuntarily~~ relinquished, and (3) whether any professional liability litigation involving the applicant has been to final judgment, has been settled, or is in progress.
- b. In connection with all applications for appointment, the applicant shall have the burden of producing adequate information for a proper evaluation of his/her competence, ethical character, physical and mental health status, ethics, current California licensure, experience, and other qualifications for the membership category and clinical privileges requested, and, if applicable, current insurance coverage as indicated in Article XIV, for resolving any doubts about these matters, and for satisfying all requests for information. The applicant's failure to fulfill this requirement, the applicant's withholding of any relevant information, or the applicant's submission of any inaccurate information, shall be grounds for denial of the application. In addition, the applicant may be required to submit to a medical or psychological examination, at the applicant's expense, if deemed appropriate by the Executive Committee, which may select the examining physician. The Chief Medical Officer shall promptly notify the applicant of any problems in obtaining any information required or if any of the

information obtained from primary sources varies from that provided by the applicant.

- c. By applying for appointment to the Association, each applicant thereby signifies his/her willingness to appear for interviews in regard to his/her application and authorizes representatives of the County of Los Angeles, the Association, and/or the Professional Schools, to consult with members of medical staffs of other hospitals or health facilities with which the applicant has been associated and with others who may have information bearing on his/her competence, ethical character, physical and mental health status, ethics, current California licensure, experience, and other qualifications, and, if applicable, current insurance coverage as indicated in Article XIV, and to an inspection by the above of all records and documents that may be material to an evaluation of his/her professional qualifications and competence to carry out the clinical privileges he/she requests, as well as of his/her moral and ethical qualifications for membership. In addition, the applicant by applying for appointment releases from any liability the County of Los Angeles, the Association, the Professional Schools and their respective officers, employees or agents, for any of their acts performed in good faith and without malice in connection with evaluating the applicant and his/her qualifications and credentials, and also releases from any liability all individuals and organizations that provide information to the above in good faith and without malice concerning the applicant's competence, ethical character, physical and mental health status, current California licensure, experience, and other qualifications and, if applicable, current insurance coverage as indicated in Article XIV, for Association membership and clinical privileges, including otherwise privileged or confidential information.
- d. The application form shall include a statement that the applicant has received and read the bylaws of the Association and any rules and regulations applicable thereto, and that he/she agrees to be bound by the terms thereof, as they may be amended from time to time, without regard to whether or not he/she is granted membership and/or clinical privileges in all matters relating to his/her application.
- e. In evaluating the applicant's eligibility for Association membership, consideration shall be given to other factors, including, but not limited to: (1) the Medical Center's ability to provide adequate facilities and supportive services for the applicant and his/her patients; (2) patient care requirements for additional attending staff members with the applicant's skill and training; (3) the Medical Center/community needs for the applicant's services; and (4) the geographic location of the applicant.
- f. The application form shall include a statement that the applicant has

received and read the bylaws of the Association and any rules and regulations applicable thereto, and that he/she agrees to be bound by the terms thereof, as they may be amended from time to time, without regard to whether or not he/she is granted membership and/or clinical privileges in all matters relating to consideration of his/her application.

- g. Acceptance of membership in the Association shall constitute the member's agreement that he/she shall strictly abide by the Guiding Principles for Physicians - Hospital Relationships of the California Medical Association as well as the Code of Medical Ethics of the American Medical Association, the Principles of Ethics and Code of Professional Conduct of the American Dental Association, the Ethical Principles of Psychologists and Code of Conduct of the American Psychological Association, or the Code of Ethics of the American Podiatry Association, whichever is applicable.

Section 2. Appointment Process

- a. The applicant shall submit a completed application, including desired membership category and a specific list of desired clinical privileges, to the Chief Medical Officer, who shall verify the references, education, training, current California licensure, experience, and other qualifying information submitted from by primary sources, whenever possible. The Chief Medical Officer shall promptly notify the applicant of any problems in obtaining any information required or if any of the information obtained from primary sources varies from that provided by the applicant. It shall be the applicant's responsibility to obtain all required information. When collection and verification is accomplished, the Chief Medical Officer shall transmit the application and all supporting materials to the appropriate department chairman. The written recommendation of the department chairman, shall be transmitted with the application to the Chief Medical Officer for use in all further proceedings. If the department chairman's recommendation is adverse to the applicant, such the recommendation shall state the reason for such. When collection and verification are accomplished, the Chief Medical Officer shall transmit the application and all supporting materials to the Credentials Committee for evaluation.
- b. Within forty-five (45) days after receipt of the completed application for membership, the Credentials Committee shall review the application and other information and department recommendations submitted to the Chief Medical Officer and make a written report of its investigation to the Executive Committee. Prior to making this report, the Credentials Committee shall examine the evidence of the character, professional competence, physical and mental health

status, ethics, current California licensure, experience, and other qualifications of the applicant, and, if applicable, current insurance coverage of the applicant as indicated in Article XIV, and shall determine, through information contained in references given by the applicant and from other sources available to the Committee, including, but not limited to, the recommendations from the department in which privileges are sought, as submitted to the Chief Medical Officer, whether the applicant has established and meets all of the necessary qualifications for the category of Association membership and the clinical privileges requested by him/her. Every department in which the applicant seeks clinical privileges shall provide the Credentials Committee with specific, written recommendations for delineating the applicant's clinical privileges, and these recommendations shall be made a part of the Committee's report. Together with its report, the Credentials Committee shall transmit to the Executive Committee the completed application and a recommendation that the applicant be either appointed to the Association or rejected for Association membership, or that the application be deferred for further consideration. Where rejection or deferment is recommended, the reasons for such recommendation shall be stated along with the recommendation.

- c. At its next regular meeting after receipt of the application and the report and recommendation of the Credentials Committee, the Executive Committee shall determine whether to recommend to the Director, through the Chief Medical Officer, that the applicant be provisionally appointed to the Association, that he/she be rejected for Association membership, or that his/her application be deferred for further consideration.
- d. When the recommendation of the Executive Committee is to defer the application for further consideration, the reason for deferment should be stated, and the recommendation must be followed up within sixty (60) days with a subsequent recommendation for provisional appointment with specified clinical privileges or for rejection for Association membership.
- e. When the recommendation of the Executive Committee is favorable to the applicant, the recommendation shall promptly be forwarded, together with all supporting documentation, to the Director, through the Chief Medical Officer.
- f. When the recommendation of the Executive Committee is adverse to the applicant, either in respect to appointment or clinical privileges, the President shall promptly so notify the applicant by certified or registered mail, return receipt requested. No such adverse recommendation shall be forwarded to the Director until after the

applicant has exercised or has been deemed to waive his/her right to a hearing as provided in Article VII.

- g. If the aggrieved applicant has requested a hearing as provided in Article VII and if the hearing has resulted in a decision either at the hearing or appellate level which is favorable to the applicant, the applicant's application shall thereafter be processed in accordance with Subsection e of this Section 2.
- h. Within fifteen (15) days after the receipt of a favorable recommendation by the Executive Committee, the Director shall act in the matter. If the Director's decision is adverse to the applicant in respect to either appointment or clinical privileges, the Director shall promptly notify him/her of such adverse decision by certified or registered mail, return receipt requested, and such adverse decision shall be held in abeyance until the applicant has exercised or has been deemed to have waived his/her rights under Article VII and until there has been compliance with Subsection j of this Section 2. The fact that the adverse decision is held in abeyance shall not be deemed to confer membership or privileges where none existed before.
- i. In the event the applicant waives or fails to exercise his/her rights under Article VII, the Director's decision shall be considered final, except that the Director may defer final determination by referring the matter to the Executive Committee for further reconsideration. Any such referral-back shall state the reasons therefor and shall set a time limit not to exceed sixty (60) days within which a subsequent recommendation to the Director shall be made. After receipt of such subsequent recommendation and new evidence in the matter, if any, the Director shall make a decision either to appoint the applicant for Association membership or to reject him/her for membership. All decisions to appoint shall include a delineation of the clinical privileges which the appointee may exercise.
- j. Whenever the Director's decision will be contrary to the recommendation of the Executive Committee, the Director shall submit the matter to a committee composed of the Chief Medical Officer, the Chief Executive Officer, the President and the department chairman involved for review and recommendation and shall consider such recommendation before making his/her decision final. Such committee shall report back to the Director within fifteen (15) days with its recommendation, and the Director shall render a decision within fifteen (15) days after his/her receipt of such recommendation.
- k. When the Director's decision is final, he/she shall send notice of such decision to the President of the Association, to the chairman of the department involved, and by certified or registered mail, return receipt

requested, to the applicant.

Section 3. Reappointment Process

- a. At least ninety (90) days prior to the expiration of the member's period of appointment, the member shall submit an application for reappointment to the chairman of his/her department. Such application shall require information concerning changes in physical and mental health status and other qualifications of the member since the previous review of the member's qualifications, including, but not necessarily limited to, privileges requested, evidence for change of privileges, continuing education, present status of California licensure experience, and, if applicable, current insurance coverage as indicated in Article XIV. In addition, the application shall include, but not be limited to, all information as to: (1) whether the ~~applicant's~~ member's membership status and/or clinical privileges have ever been; voluntarily or involuntarily revoked, suspended, reduced, not renewed, or ~~voluntarily or involuntarily~~ relinquished at any hospital or health facility, (2) whether the ~~applicant's~~ member's membership in any local, state or national medical societies or his/her license to practice any profession in any jurisdiction has ever been; voluntarily or involuntarily revoked, suspended, not renewed, reduced, or ~~voluntarily or involuntarily~~ relinquished, and (3) whether any professional liability litigation involving the ~~applicant-member~~ has been to final judgment, has been settled, or is in progress. The department chairman shall review all pertinent information available on each member of his/her department who applies for reappointment and who is scheduled for periodic appraisal. This review shall also include an assessment of information collected in the course of the Medical Center's Quality Assessment and Improvement Program regarding the member's professional performance, as well as practitioner-specific information regarding professional performance. Each department shall develop and monitor the practitioner-specific information and compare this data to relevant benchmarks. The department chairman shall, no later than sixty (60) days prior to the end of the member's period of appointment, forward this information to the Credentials Committee for the purpose of determining its recommendations for reappointment to the Association and for the granting of clinical privileges for the ensuing two year period. The Credentials Committee shall transmit its recommendations in writing to the Executive Committee. Where non-reappointment or a change in clinical privileges is recommended, the reasons for such recommendations shall be stated and documented.
- b. In connection with all applications for reappointment, the ~~applicant~~ member shall have the burden of producing adequate information for a proper evaluation of his/her competence, character, physical and mental health status, ethics, current California licensure, experience

and other qualifications for the membership category and clinical privileges requested, and, if applicable, current insurance coverage as indicated in Article XIV, for resolving any doubts about these matters, and for satisfying all requests for information. The ~~applicant's~~ member's failure to fulfill this requirement, the ~~applicant's~~ member's withholding of any relevant information, or the ~~applicant's~~ member's submission of any inaccurate information, shall be grounds for denial of the application. In addition, the member may be required to submit to a medical or psychological examination at the member's expense, if deemed appropriate by the Executive Committee, which may select the examining physician. The Chief Medical Officer shall promptly notify the member of any problems in obtaining any information required or if any of the information obtained from primary sources varies from that provided by the member.

- c. Each recommendation concerning the reappointment of a member and the clinical privileges to be granted upon reappointment shall be based upon documentation, furnished by the department chairman, and other information requested of such member or otherwise obtained by the Credentials Committee, of such member's professional performance, competence, clinical and/or technical skills, judgment in the treatment of patients, as assessed in the Medical Center's performance improvement, risk management, and safety activities, and other qualifications, including, but not limited to, his/her professional practice outside the Medical Center; present status of his/her California licensure; evidence of his/her physical and mental health status, his/her ethics and conduct; his/her professional practices outside the Medical Center; his/her attendance at department meetings and participation in Association affairs; his/her compliance with the Association bylaws, rules and regulations; his/her current insurance coverage if applicable ,as indicated in Article XIV; his/her cooperation with Medical Center personnel; his/her use of the Medical Center's facilities; his/her relations with other attending staff members; and his/her general attitude toward patients, the Medical Center and the public.

- d. At least thirty (30) days prior to the end of the member's period of appointment, the Executive Committee shall make written recommendations to the Director, through the Chief Medical Officer, concerning the reappointment, non-reappointment and/or clinical privileges of each member then scheduled for periodic appraisal. Where non-reappointment or a change in clinical privileges is recommended, the reasons for such recommendations shall be stated and documented. Thereafter, the procedure provided in Subsections e through k of Section 2 of this Article IV relating to recommendations on applications for initial appointment shall be followed.
- e. If a member fails to submit an application for reappointment, completed in accordance with ~~the procedures in Subsection a of this Section 3, at least thirty (30) days prior to the expiration of his/her period of appointment, then (1) and his period of appointment subsequently expires, he the member~~ shall be deemed to have voluntarily resigned his/her Association membership and clinical privileges upon such expiration ~~and (2) the member. If the member submits an application for reappointment within ninety (90) days after his most current period of appointment has expired, then his application for membership shall be processed in the manner specified in this Section 3. If the member does not submit an application for reappointment within such ninety (90) day period, then he shall be required to submit an application for initial appointment in accordance with the procedures described in Sections 1 and 2 of this Article IV.~~

Section 4. Change in Membership Category or Clinical Privileges

Any Association member who, prior to his/her application for reappointment, requests a change in his/her membership category or clinical privileges shall submit an application in writing on the prescribed form at any time, except that no such application shall be submitted within twelve (12) months of the date a similar request was denied. Such applications shall be processed in the same manner as applications for initial appointment in accordance with Sections 1 and 2 of this Article IV.

ARTICLE V

CLINICAL PRIVILEGES

Section 1. Delineation of Clinical Privileges

- a. Every practitioner who practices at the Medical Center by virtue of Association membership or otherwise shall be entitled to exercise only those clinical privileges specifically granted to him/her by the Director,

except as provided in Sections 2 and 3 of this Article V. All such clinical privileges shall apply only to the Medical Center.

- b. Every initial application for appointment and every application for reappointment to Association membership must contain a request for the specific clinical privileges desired by the applicant. The evaluation of such requests shall be based upon documentation and verification of the applicant's current California licensure, education, training, experience, demonstrated current competence, references, an appraisal by the department in which privileges are sought, clinical performance at the Medical Center, the documented results of patient care and other quality review and monitoring which the Association deems appropriate, and other relevant information, including, but not limited to, pertinent information concerning clinical performance obtained from other hospitals and health care settings where the applicant exercises clinical privileges. It shall be the applicant's responsibility to obtain all required information. The applicant shall have the burden of establishing his/her qualifications and competency in the clinical privileges requested. Each applicant granted clinical privileges shall pledge that he/she shall provide for the continuous care of his/her patients.
- c. Applications for additional clinical privileges shall be in writing on the prescribed form. Such applications shall be processed in the same manner as applications for initial appointment in accordance with Sections 1 and 2 of Article IV.
- d. Periodic redetermination of clinical privileges and the increase or curtailment of same shall be carried out as part of the reappointment process and shall be based upon the observation of care provided, review of the records of patients treated in this or other hospitals, and review of the records of the Association which document the evaluation of the member's participation in the delivery of health care.
- e. Privileges granted to duly licensed dentists and oral surgeons shall be based on their training, experience and demonstrated competence and judgment. The scope and extent of surgical procedures that each dentist and oral surgeon may perform shall be specifically delineated and granted in the same manner as all surgical privileges, including, but not limited to, performance of admission history and physical examination if training is provided for this. Surgical procedures performed by dentists shall be under the overall supervision of the ~~Chairman~~ of the Department of Surgery. All dental patients shall receive the same basic medical appraisals as patients admitted to other surgical services. A physician member of the Association shall be responsible for the care of any medical problem that may be present at the time of admission, during hospitalization, or at any

other time at the Medical Center.

- f. Privileges granted to duly licensed podiatrists shall be based on their training, experience, and demonstrated competence and judgment. In making their recommendations, the Executive Committee may consider the need for podiatry services which either are not presently being provided by other members of the attending staff or may be provided in the Medical Center without disruption of existing services. The scope and extent of surgical procedures that each podiatrist may perform shall be specifically delineated and granted in the same manner as all other surgical privileges. Surgical procedures performed by podiatrists shall be under the overall supervision of the Chairman of the Department of Surgery. All podiatric patients shall receive the same basic medical appraisals as patients admitted to other surgical services. A physician member of the Association shall be responsible for the care of any medical problem that may be present at the time of admission, during hospitalization, or at any other time at the Medical Center.
- g. Privileges granted to duly licensed clinical psychologists shall be based on their training, experience, and demonstrated competency and judgment and shall not include the prescribing of any medications. A physician member of the Association shall be responsible for the care of any medical problem that may be present at the time of admission, during hospitalization, or at any other time at the Medical Center.

Section 2. Temporary Privileges

a. Pending Application for Association Membership

Upon receipt of an completed application for Association membership, including, without limitation, desired membership category and a specific list of desired clinical privileges, from a practitioner appropriately licensed in California, and verification of his/her references, education, training, current California licensure, National Practitioner Data Bank report, experience, and other qualifying information submitted by primary sources, whenever possible, the Director may, upon the basis of information then available which may reasonably be relied upon as to the current competence and ethics of the applicant and with the written concurrence of the chairman of the concerned department and of the President of the Association or the Chief Medical Officer, grant temporary clinical privileges to the applicant, but in exercising such privileges, the applicant shall act under the supervision of the chairman of the department to which he/she is assigned. Such Temporary privileges should not exceed a period of ninety (90) days in duration, but may be extended by the Director not to exceed a total period of six (6) months.

b. Patient Care Need by Non-Applicant for Association Membership

~~Temporary clinical privileges may be granted by the Director Upon receipt of a completed application for temporary clinical privileges, including, without limitation, a specific list of the desired clinical privileges, and verification of his/her references, education, training, current California licensure, National Practitioner Data Bank report, experience, and other qualifying information submitted by primary sources, whenever possible, the Director may, with the written concurrence of the chair of the concerned department and the President or the Chief Medical Officer, grant temporary clinical privileges for the care of a specific patient to a practitioner who is not an applicant for Association membership, after verification that he has a current California license and has demonstrated current competency, in the same manner and upon the same conditions as set forth in Subsection a of this Section 2. Such privileges should not exceed a period of ten (10) days in duration.~~

c. Locum Tenens

~~Upon receipt of a completed application for temporary clinical privileges, including, without limitation, a specific list of desired clinical privileges, and verification of his/her references, education, training, current California licensure, National Practitioner Data Bank report, experience, and other qualifying information submitted by primary sources, whenever possible, the Director may, with the written concurrence of the chair of the concerned department and the President or the Chief Medical Officer, grant temporary clinical privileges to a duly licensed the practitioner to serve as a locum tenens for a member of the Association for a period not to exceed ninety (90) days in duration, provided that all of his credentials have first been approved by the chairman of the concerned department and the President of the Association.~~

d. Special requirements of supervision and reporting may be imposed by the chairman of the concerned department on any practitioner granted temporary privileges. Temporary privileges shall be immediately terminated by the Director upon notice of any failure by the practitioner to comply with any such special requirements.

e. The Director may at any time, upon the recommendation of either the President or the chairman of the concerned department, terminate a practitioner's temporary privileges effective as of the discharge from the Medical Center of the practitioner's patient(s) then under his/her care in the Medical Center. However, where it is determined that the life or health of such patient(s) would be endangered by continued treatment by the practitioner, the termination may be imposed by the

Director immediately. The chairman of the appropriate department, or in his/her absence, the Chief Medical Officer or the Director, shall assign a member of the Association to assume responsibility for the care of such terminated practitioner's patient(s), until he/they are discharged from the Medical Center. The wishes of the patient(s) shall be considered where feasible in the selection of such substitute practitioner.

- f. The Each practitioner applying for temporary clinical privileges must sign an acknowledgment of having received and read the Association's current bylaws, rules and regulations, and applicable policies and the practitioner's agreement to be bound by their terms.

Section 3. Emergency Privileges

a. For a Specific Patient

In cases of an emergency involving a specific patient, any physician, podiatrist, clinical psychologist, or dentist who is a member of the Association or who holds a County Civil Service classified employee position and to the degree permitted by his/her license and regardless of service or Association status or lack of same, shall be permitted and assisted to do everything possible to save the life of a patient or to save the patient from serious harm, using every facility of the Medical Center necessary, including, but not limited to, calling for any consultation necessary or desirable. When an emergency situation no longer exists, such physician, podiatrist, clinical psychologist, or dentist must request the privileges necessary to continue to treat the patient and shall defer to the appropriate department chairman with respect to further care of the patient. In the event such privileges are denied or he/she does not desire to request privileges, the patient shall be assigned to an appropriate member of the Association. For the purpose of this section, an "emergency" is defined as a condition in which a patient is in imminent danger of serious or permanent harm or death and any delay in administering treatment would add to that danger.

b. During a Disaster

In the case of a disaster where the Director, in consultation with the Chief Medical Officer or the Chief Executive Officer, has activated the Medical Center's Emergency Medical Plan, the Director or the Chief Medical Officer may grant emergency clinical privileges to any licensed physician, podiatrist, clinical psychologist, or dentist, to the degree permitted by his/her license, who does not possess privileges at the Medical Center and who indicates a willingness to provide patient care at the Medical Center during the disaster. A practitioner applying for emergency privileges shall provide to the Chief Medical Officer at least

one of the following: (1)a current picture hospital identification card, (2)a current license to practice and a valid picture ID issued by a state, federal or regulatory agency, (3)identification indicating that the presenting practitioner is a member of a Disaster Medical Assistance Team, (4)identification indicating that the presenting practitioner has been granted authority to render patient care in disaster circumstances, such authority having been granted by a federal, state, or municipal entity, or (5)presentation by current Association member(s) with personal knowledge regarding the presenting practitioner's identity.

Emergency privileges may be granted on a case-by-case basis following a review of the above documentation and other requested information, if any. In exercising emergency privileges, a practitioner shall act under the supervision of the chair of the department to which he/she is assigned and, if possible, shall be paired with an Association member who has a similar specialty. When the disaster no longer exists, as determined by the Director in consultation with the Chief Medical Officer, a practitioner's emergency privileges shall automatically terminate, and the practitioner must request the privileges necessary to continue to treat patients and shall defer to the appropriate department chair with respect to further care of patients. In addition, the Director, on his own initiative or upon the recommendation of the President of the Association, the Chief Medical Officer, or the chair of the concerned department, may terminate immediately a practitioner's emergency privileges for any reason or no reason at all, and the practitioner shall not be entitled to a hearing and appellate review under Article VII.

Section 4. Telemedicine

Any person who desires to diagnose or treat patients via telemedicine link (e.g., telephone, e-mail, etc.) must apply for and be granted specific clinical privileges which allow for exercise by telemedicine link in accordance with these bylaws. Each department shall determine which clinical privileges, if any, of the department may be performed via telemedicine link.

ARTICLE VI

CORRECTIVE ACTION

Section 1. Routine Corrective Action

- a. Whenever a practitioner with clinical privileges engages in any act, statement, demeanor, or professional conduct, either within or outside the Medical Center, which is or is reasonably likely to be (1) detrimental to patient safety or to the delivery of quality patient care, or to be (2) disruptive or deleterious to the operations of the Medical Center or improper use of Medical Center resources, or (3) below applicable professional standards or (4) contrary to the Association's bylaws, rules or regulations, then corrective action against such practitioner may be requested by any officer of the Association, by the chairman of any department, by the chairman of any standing committee of the Association, by the Chief Medical Officer, by the Chief Executive Officer, by the ~~Assistant Director~~ Chief Medical Officer of Health Services or by the Director upon the request, complaint, or suggestion of any person. All requests for corrective action shall be in writing, shall be made to the Executive Committee, and shall be supported by reference to the specific activities or conduct which constitute the grounds for the request.
- b. Whenever corrective action is requested, the Executive Committee shall forward such request to the chairman of the department wherein the practitioner has such privileges. Upon receipt of such request, the chairman of the department shall immediately appoint an ad hoc committee to investigate the matter.
- c. Within thirty (30) days after the department's receipt of the request for corrective action, the department shall make a written report of its investigation to the Executive Committee. Prior to making such report, the practitioner against whom corrective action has been requested shall be offered an opportunity to appear for an interview at a reasonable time with the departmental ad hoc investigating committee. At such interview, the practitioner shall be informed of the general nature of the charges against him/her and shall be invited to discuss, explain or refute them. This interview shall not constitute a hearing, shall be preliminary in nature, and none of the procedural rules provided in these bylaws with respect to hearings shall apply thereto. A record of such interview shall be made by the department and included with its report to the Executive Committee.
- d. Whenever the request for corrective action is directed against the chairman of a department, the Executive Committee shall appoint an ad hoc investigating committee which shall perform all the functions of

the departmental ad hoc investigating committee as described in Subsections b and c above.

- e. Within sixty (60) days following the receipt of the departmental ad hoc investigating committee's report, the Executive Committee shall take action upon the request for corrective action. In all cases, the affected practitioner shall be permitted to make an appearance at a reasonable time before the Executive Committee prior to its taking action on such request. This appearance shall not constitute a hearing, shall be preliminary in nature, and none of the procedures provided in these bylaws with respect to hearings shall apply thereto. A record of such appearance shall be made by the Executive Committee and included in its recommendation to the Director.
- f. The action of the Executive Committee on a request for corrective action shall be to make a recommendation to the Director. Such recommendation shall include one or more of the following:
 - i. Rejection of the request for corrective action.
 - ii. Issuance of a letter of admonition, censure, reprimand, or warning, although nothing herein shall preclude a department chairman from issuing informal written or oral warnings outside the corrective action process.
 - iii. Imposition of terms of probation or special limitations on continued Association membership or exercise of clinical privileges, including, but not limited to, a requirement for consultation or proctoring.
 - iv. Reduction or revocation of clinical privileges.
 - v. Termination, modification, or ratification of an already imposed summary suspension of clinical privileges.
 - vi. Suspension of clinical privileges until satisfactory completion of specific conditions or requirements .
 - vii. Suspension of Association membership until satisfactory completion of specific conditions or requirements.
 - viii. Revocation of Association membership.
 - ix. Other actions appropriate to the facts, including but not limited to, required reports to the Medical Board of California or other appropriate State licensing agency and/or to the National Practitioner Data Bank.

- g. The President of the Association shall promptly notify the Chief Medical Officer, the Chief Executive Officer, the ~~Assistant Director,~~ Chief Medical Officer of Health Services, and the Director, in writing, of all requests for corrective action received by the Executive Committee and shall continue to keep the Chief Medical Officer, the Chief Executive Officer, the ~~Assistant Director~~ Chief Medical Officer of Health Services, and the Director, fully informed of all actions taken in connection therewith. After the Executive Committee has made its recommendation in the matter to the Director, the Director shall render a decision within thirty (30) days and shall notify the practitioner in person or by registered or certified mail, return receipt requested. Thereafter, the procedure to be followed shall be as provided in Article VII.
- h. If the Governing Body determines that the Executive Committee has failed to initiate an investigation on a request for corrective action or to recommend disciplinary action, and that such failure is contrary to the weight of evidence, the Governing Body may direct the Executive Committee to initiate an investigation or recommend disciplinary action, but only after consultation with the Executive Committee and the Director. In the event the Executive Committee or the Director fail to take action in response to a direction from the Governing Body, the Governing Body, after notifying the Executive Committee and Director in writing, shall have the authority to take action on its own initiative against the practitioner and assume all the rights and responsibilities of the Executive Committee and the Director as provided in this Article VI.

Section 2. Summary Suspension

- a. The President of the Association, the chairman of any department, the Executive Committee, the Chief Medical Officer, the Chief Executive Officer, the ~~Assistant Director~~ Chief Medical Officer of Health Services, or the Director shall have the authority, whenever immediate action must be taken to reduce a substantial likelihood of imminent impairment to the health or safety of any patient, any prospective patient, any employee, or any other person present in the Medical Center, to recommend to the Director that all or any portion of the clinical privileges of a practitioner be summarily suspended, and such summary suspension shall become effective immediately upon imposition by the Director; provided that in cases of emergency where there is a likelihood of direct and immediate danger to the health or safety of any person, the Chief Medical Officer, or his/her authorized representative in his/her absence, may temporarily suspend all or any portion of the clinical privileges of a practitioner for a period not to exceed three (3) working days (excluding weekends and holidays) pending investigation and action by the Director.

- b. Notwithstanding any other provision of these bylaws, when no person or body authorized by these bylaws is available to summarily suspend clinical privileges, the Governing Body or its designee may temporarily suspend all or any portion of the clinical privileges of a practitioner where there is a substantial likelihood of imminent impairment to the health or safety of any person so long as the Governing Body has, before the suspension, made reasonable attempts to contact the Executive Committee and the Director. A summary suspension by the Governing Body which has not been ratified by the Executive Committee and the Director within two (2) working days (excluding weekends and holidays) after the suspension, shall automatically terminate; provided that additional such summary suspensions may be imposed by the Governing Body, not to exceed a total of ten (10) working days for the entire period of the summary suspension, if the Executive Committee is unable to meet to ratify the summary suspension.
- bc. A summary suspension shall become effective immediately upon imposition, and the person or body responsible therefor shall promptly give oral or written notice of the summary suspension to the practitioner, the Executive Committee, the Administrator, the ~~Assistant Director~~ Chief Medical Officer of Health Services, Chief Medical Officer, and the Director. The notice of suspension given to the Executive Committee shall constitute a request for corrective action, and the corrective action process set forth in Section 1 of this Article VI shall be followed. The summary suspension shall continue in effect during the pendency of the corrective action process and of the hearing and appellate review process under Article VII unless the summary suspension is previously terminated as provided in these bylaws.
- ed. A practitioner whose clinical privileges have been summarily suspended shall not be entitled to request a hearing on the matter under Article VII until after the corrective action process set forth in Section 1 of this Article VI has been complied with and the Director has taken action under the corrective action process pursuant to Section 1 (g) of this Article VI, and then only if the action taken constitutes grounds for a hearing under Article VII.
- de. Immediately upon the imposition of a summary suspension, the Director, the Chief Medical Officer or responsible department chairman shall have authority to provide for alternative medical coverage for the patients of the suspended practitioner still in the Medical Center at the time of such suspension.

Section 3. Automatic Suspension

a. General

In the circumstances described in Sections 3(b), 3(c), and 3(d), a practitioner's Association membership and/or clinical privileges shall be terminated, suspended, or limited, as described, which action shall be final and shall not be subject to a hearing or appellate review under Article VII, except where a bona fide dispute exists as to whether the circumstances have occurred.

b. License

- i. Revocation or Expiration: Whenever a practitioner's license authorizing him/her to practice in this State is revoked or has expired, his/her Association membership and clinical privileges shall be immediately and automatically terminated.
- ii. Restriction: Whenever a practitioner's license authorizing him/her to practice in this State is limited or restricted by the applicable licensing authority, those clinical privileges which he/she has been granted that are within the scope of such limitation or restriction, as determined by the Executive Committee, shall be immediately and automatically terminated.
- iii. Suspension: Whenever a practitioner's license authorizing him/her to practice in this State is suspended by the applicable licensing authority, his/her Association membership and clinical privileges shall be automatically suspended effective upon and for at least the term of the suspension.
- iv. Probation: Whenever a practitioner is placed on probation by the applicable licensing authority, his/her applicable Association membership status and clinical privileges shall automatically become subject to the terms of the probation effective upon and for at least the term of the probation.

c. Drug Enforcement Administration Certificate

- i. Revocation or Expiration: Whenever a practitioner's Drug Enforcement Administration certificate is revoked or has expired, he/she shall immediately and automatically be divested of his/her right to prescribe medications covered by the certificate.
- ii. Restriction: Whenever a practitioner's Drug Enforcement Administration certificate is limited or restricted, his/her right to prescribe medications within the scope of such limitation or restriction, as determined by the Executive Committee, shall be immediately and automatically terminated.

iii. Suspension: Whenever a practitioner's DEA certificate is suspended, he/she shall automatically be divested, at a minimum, of his/her right to prescribe medications covered by the certificate effective upon and for at least the term of the suspension.

iiiv. Probation: Whenever a practitioner's DEA certificate is subject to an order of probation, his/her right to prescribe medications covered by the certificate shall automatically become subject to the terms of the probation effective upon and for at least the term of the probation.

d. Insurance

For any failure to maintain the programs of insurance as described in Article XIV, a practitioner's Association membership and clinical privileges shall be immediately and automatically suspended and shall remain suspended until the practitioner provides evidence satisfactory to the ~~County Risk Manager~~ Chief Medical Officer that he/she has secured such programs of insurance in the amounts required. Any failure to provide such evidence within three (3) months after the date the automatic suspension became effective shall be deemed to be a voluntary resignation of the practitioner's Association membership.

e. As soon as practicable after action is taken as described in Section 3 (b), Subsections ii, iii, or iv, or in Section 3(c) of this Article VI, the Executive Committee shall convene to review and consider the facts upon which such action was predicated. The Executive Committee, or any other person or body authorized by these bylaws to request corrective action, may request additional corrective action based upon information disclosed or otherwise made available, and in such event, the corrective action process set forth in Section 1 of this Article VI shall be followed as to such additional corrective action. Except as to any such additional corrective action, the affected practitioner shall not be entitled to a hearing and appellate review under Article VII.

f. Whenever a practitioner's clinical privileges are automatically suspended or restricted in whole or in part, notice of such suspension shall be given to the practitioner, the Executive Committee, the Chief Medical Officer, the Administrator, the ~~Assistant Director~~ Chief Medical Officer of Health Services, and the Director. However, the giving of such notice shall not be required in order for any automatic suspension or restriction to become effective. Upon the effective date of an automatic suspension or restriction, the Director, the Chief Medical Officer, or the responsible department chairman shall have the authority to provide for alternative medical coverage for the patients of the suspended or restricted practitioner still in the Medical Center at the time of such suspension or

restriction.

Section 4. Exhaustion of Remedies

If any routine corrective action, summary suspension, or automatic suspension, as set forth in Sections 1, 2 and 3 of this Article VI, is taken or recommended, the practitioner shall exhaust all the remedies afforded by these bylaws before resorting to any legal action.

ARTICLE VII

HEARING AND APPELLATE REVIEW PROCEDURE

Section 1. Definitions

- a. "Body whose decision prompted the hearing" means the person who, or body which, pursuant to the Association bylaws, rules and regulations, rendered the decision which resulted in a hearing being requested.
- b. "Notice" means a written communication sent by certified or registered mail, return receipt requested.
- c. "Person who requested the hearing" means the applicant or Association member, as the case may be, who has requested a hearing pursuant to Section 2 of this Article VII.

Section 2. Request for Hearing

- a. In all cases in which the person or body which under these bylaws has the authority to take, and pursuant to this authority has taken, any of the actions constituting grounds for a hearing as set forth in Subsection b of this Section 2, the applicant or Association member, as the case may be, shall promptly be given notice. Such applicant or member shall have fifteen (15) days following the date of the receipt of such notice within which to request a hearing by the Judicial Review Committee hereinafter referred to. Such request shall be by notice to the Chief Medical Officer. In the event the applicant or member does not request a hearing within the time and in the manner hereinabove set forth, he shall be deemed to have accepted the action involved, and it shall thereupon become final and effective immediately, subject to Article XIX.
- b. Except as otherwise provided in these bylaws, any one or more of the following actions shall constitute grounds for a hearing:

- i. Denial of Association membership.
 - ii. Denial of requested advancement in Association membership category.
 - iii. Denial of Association reappointment.
 - iv. Demotion to lower Association membership category.
 - v. Suspension of Association membership.
 - vi. Revocation of Association membership.
 - vii. Denial of requested privileges.
 - viii. Involuntary reduction of privileges.
 - ix. Suspension of privileges.
 - x. Termination of privileges.
 - xi. Requirement of consultation.
 - xii. Any other action which requires a report to be made to the Medical Board of California or other appropriate State licensing agency pursuant to California Business and Professions Code Section 805.
- c. Upon receipt of a request for hearing, the Chief Medical Officer shall deliver such request to the Executive Committee at its next regular or special meeting, if such is deemed necessary by the President of the Association. The Executive Committee shall, within fifteen (15) days after receipt of such request, schedule and arrange for a hearing. The date of the commencement of the hearing shall not be less than thirty (30) days nor more than sixty (60) days from the date of receipt of the request by the Chief Medical Officer for a hearing, provided that when the request is received from a member who is under suspension which is then in effect, the hearing shall be held as soon as the arrangements may reasonably be made but not to exceed fifteen (15) days from the date of receipt of the request for hearing by the Chief Medical Officer.
- d. As a part of, or together with, the notice of hearing, the Executive Committee shall state in writing, in concise language, the acts or omissions with which the applicant or Association member is charged, a list of charges by chart number under question, or the reasons for the denial of the application or request of the applicant or Association member. If either party, by notice, requests a list of witnesses, then

each party within fifteen (15) days of such request shall furnish to the other a list, in writing, of the names and addresses of the individuals, so far as is then reasonably known, who will give testimony or evidence in support of that party at the hearing.

- e. When a hearing is requested, the Executive Committee shall appoint a Judicial Review Committee which shall be composed of not less than five (5) members of the Active Staff who shall not have actively participated in the consideration of the matter involved at any previous level. Such appointment shall include designation of the chairman. Knowledge of the particular matter on appeal shall not preclude a member from serving as a member of the Judicial Review Committee.
- f. Failure, without a showing of good cause by the person requesting the hearing, to appear and proceed at such a hearing shall be deemed to constitute voluntary acceptance of the recommendations or actions involved which shall become final and effective immediately, subject to Article XIX .
- g. Postponements and extensions of time beyond the time expressly permitted in these bylaws may be requested by anyone but shall be permitted by the Judicial Review Committee or its chairman acting upon its behalf only on a showing of good cause.
- h. Within fifteen (15) days after final adjournment of the hearing (provided that in the event the member is currently under suspension, this time shall be ten (10) days), the Judicial Review Committee shall render a decision which shall be accompanied by a report in writing to the body whose decision prompted the hearing, to the Executive Committee, and to the chairman of the involved department. The decision of the Judicial Review Committee shall be to affirm, modify, or reverse the decision of the body whose decision prompted the hearing. In all cases, a copy of such decision and report shall be forwarded to the Director. The report shall contain a concise statement of the reasons justifying the decision made. At the same time, a copy of the decision and report shall be delivered to the person who requested the hearing by registered or certified mail, return receipt requested.
- i. The decision of the Judicial Review Committee shall be considered final, subject only to the right of appeal as provided in Section 4 of this Article VII.
- j. No person who requested the hearing shall be entitled to more than one hearing on any single matter which may be the subject of a hearing.

Section 3. Hearing Procedure

- a. Under no circumstances shall the hearing be conducted without the personal presence of the person requesting the hearing unless he/she has waived such appearance in writing or has failed without good cause to appear after appropriate notice.
- b. The hearings provided for in these bylaws are for the purpose of ~~interprofessional~~ intraprofessional resolution of matters bearing on conduct or professional competency. Accordingly, neither the person requesting the hearing, the Executive Committee, nor the Director shall be represented in any phase of the hearing or appeals procedure by an attorney at law unless the Judicial Review Committee, in its sole discretion, permits both sides to be represented by legal counsel. The person requesting the hearing shall be entitled to be accompanied by and represented at the hearing only by a physician, dentist, clinical psychologist, or podiatrist licensed to practice in the State of California, who is not an attorney at law, and who, preferably, is a member in good standing of the Association. The body whose decision prompted the hearing may appoint a representative from the attending staff who shall present its decision and the materials in support thereof and examine witnesses.
- c. The presiding officer at the hearing shall be the hearing officer or, if none has been appointed in accordance with Subsection d of this Section 3, the chairman of the Judicial Review Committee. The presiding officer shall act to ensure that all participants in the hearing have a reasonable opportunity to be heard, to present all oral and documentary evidence, and that decorum is maintained. He/she shall be entitled to determine the order of procedure during the hearing. He/she shall have the authority and discretion, in accordance with these bylaws, to make all rulings on questions which pertain to matters of law and to the admissibility of evidence.
- d. At the request of the person who requested the hearing, the Executive Committee, the Judicial Review Committee, or the Director, on his/her own request, the Director may appoint a hearing officer, who may be an attorney at law, qualified to preside at the hearing. Such hearing officer may be legal counsel to Los Angeles County, provided that he/she acts during the hearing in accordance with this Article VII. He/she must not act as a prosecuting officer, or as an advocate for the Medical Center, the Director, the Executive Committee, or the body whose decision prompted the hearing. If requested by the Judicial Review Committee, he/she may participate in the deliberations of such body and be a legal advisor to it, but he/she shall not be entitled to vote.
- e. The Judicial Review Committee shall maintain a record of the hearing by one of the following methods: by a certified shorthand or stenographic reporter present to make a record of the hearing or by a recording of the

proceedings. The cost of any certified shorthand or stenographic reporter and any transcript shall be borne by the party requesting same. The Judicial Review Committee may, but shall not be required to, order that oral evidence shall be taken only on oath or affirmation administered by any person designated by such body and entitled to notarize documents in the State of California.

- f. At the hearing, both sides shall have the following rights: to ask Judicial Review Committee members questions which are directly related to determining whether they are impermissibly biased and to challenge such members, to call and examine witnesses, to introduce exhibits or other documents, to cross-examine any witness on any matter relevant to the issues, to impeach any witness, and to rebut any evidence. If the applicant or Association member does not testify in his/her own behalf, he/she may be called and examined as if under cross-examination. Any challenge to one or more members of the Judicial Review Committee shall be resolved by the Committee prior to continuation of the hearing.
- g. The hearing shall not be conducted according to the rules of law relating to the examination of witnesses or presentation of evidence. Any relevant evidence shall be admitted by the presiding officer if it is the sort of evidence on which responsible persons are accustomed to rely in the conduct of serious affairs, regardless of the admissibility of such evidence in a court of law. Each party shall have the right to submit a memorandum of points and authorities, and the Judicial Review Committee may request such a memorandum to be filed following the close of the hearing. The Judicial Review Committee may interrogate the witnesses or call additional witnesses if it deems it appropriate.

- h. The presiding officer shall have the discretion to take official notice of any matters, whether technical or scientific, relating to the issues under consideration which could have been judicially noticed by the courts of this State. Participants in the hearing shall be informed of the matters to be officially noticed, and they shall be noted in the record of the hearing. The person requesting the hearing shall have the opportunity to request that a matter be officially noticed or to refute the noticed matters by evidence or by written or oral presentation of authority. Reasonable additional time, not to exceed thirty (30) days, shall be granted, if requested, to present written rebuttal of any evidence submitted on official notice.
- i. The decision of the Judicial Review Committee shall be based on the evidence produced at the hearing. This evidence may consist of the following:
 - i. Oral testimony of witnesses.
 - ii. Briefs or memoranda of points and authorities presented in connection with the hearing.
 - iii. Any materials contained in the Medical Center or Association personnel files regarding the person who requested the hearing, which have been made a part of the hearing record.
 - iv. Any and all applications, references, medical records and other documents, which have been made a part of the hearing record.
 - v. All officially noticed matters.
 - vi. Any other admissible evidence.
- j. Except as otherwise required by law, at any hearing involving any of the grounds for hearing specified in Section 2, Subsection b, points i, ii, iii or vii of this Article VII, it shall be incumbent on the person who requested the hearing to initially come forward with evidence in support of his/her position. In all other cases specified in Section 2, Subsection b of this Article VII, it shall be incumbent on the body whose decision prompted the hearing to initially come forward with evidence to support its decision. Thereafter, the burden shall shift to the person who requested the hearing to come forward with evidence in his/her support. In all cases in which a hearing is conducted under this Article VII, after all the evidence has been submitted by both sides, the Judicial Review Committee shall rule against the person who requested the hearing unless it finds that such person has proven, by a preponderance of the evidence, that the action of the body whose decision prompted the hearing was arbitrary, unreasonable, not supported by the evidence, or

otherwise unfounded.

- k. The presiding officer may adjourn the hearing and reconvene the same at the convenience of the participants without special notice. Upon conclusion of the presentation of oral and written evidence, the hearing shall be closed. The Judicial Review Committee shall thereupon, outside of the presence of any other person, conduct its deliberations and render a decision and accompanying report, in the manner and within the time as provided in Section 2, Subsection h of this Article VII.

Section 4. Appeal to Director

- a. Within fifteen (15) days after receipt of the decision of the Judicial Review Committee, either the person who requested the hearing or the body whose decision prompted the hearing may request an appellate review by the Director. Such request shall be to the Director, in writing, and shall be delivered either in person or by certified or registered mail, return receipt requested. If such appellate review is not requested within such period, both sides shall be deemed to have accepted the action involved, and it shall thereupon become final and shall be effective immediately, subject to Article XIX. The written request of appeal shall also include a brief statement of the reasons for appeal.
- b. The grounds for appeal from the hearing shall be: (1) substantial failure of any person or body to comply with the procedures required by these bylaws for the conduct of hearings and decisions upon hearings so as to deny due process and a fair hearing, or (2) the action taken by the Judicial Review Committee was arbitrary, capricious, with prejudice, or not supported by substantial evidence.
- c. In the event of any appeal to the Director, as set forth in the preceding subsection b, the Director shall, within fifteen (15) days after receipt of such notice of appeal, schedule and arrange for an appellate review. The Director shall cause the applicant or member to be given notice of the time, place, and date of the appellate review. The date of the appellate review shall not be less than thirty (30) days, nor more than sixty (60) days, from the date of receipt of the request for appellate review, provided that when a request for appellate review is from a member who is under suspension which is then in effect, the appellate review shall be held as soon as the arrangements may reasonably be made and not to exceed thirty (30) days from the date of receipt of the request for appellate review. The time for appellate review may be extended by the Director upon a showing of good cause.
- d. When an appellate review is requested, the Director shall appoint an Appeal Board which shall be composed of an odd number of not less

than five (5) Appeal Board members, one of whom shall be designated by the Director as chairman. The Chief Medical Officer and the Dean of the Professional School concerned, if any, shall be Appeal Board members. The remaining members shall be taken from the administrative and/or attending staffs of the Medical Center, or, otherwise, at the discretion of the Director. Knowledge of the particular matter on appeal shall not preclude anyone from serving as a member of the Appeal Board.

- e. The proceedings of the Appeal Board shall be in the nature of an appellate hearing based upon the record of the hearing before the Judicial Review Committee, provided that the Appeal Board may, in its sole discretion, accept additional oral or written evidence subject to the same rights of cross-examination or confrontation provided at the Judicial Review Committee hearing. Each party shall have the right to present a written statement in support of his/her position on appeal, and in its sole discretion, the Appeal Board may allow each party or representative to personally appear and make oral argument. At the conclusion of oral argument, if allowed, the Appeal Board may thereupon at a time convenient to itself conduct deliberations outside the presence of the appellant and respondent and their representatives. The Appeal Board, after its deliberations, shall recommend, in writing, that the Director affirm, modify, or reverse the decision of the Judicial Review Committee, or refer the matter back to the Judicial Review Committee for further review and recommendations.
- f. Within fifteen (15) days after receipt of the recommendations of the Appeal Board, the Director shall render a final decision in writing and shall deliver copies thereof to the applicant or Association member and to the Executive Committee in person or by certified or registered mail, return receipt requested. The Director may affirm, modify or reverse the decision of the Judicial Review Committee or, in his/her sole discretion, refer the matter back to the Judicial Review Committee for further review and recommendations.
- g. Except where the matter is referred back to the Judicial Review Committee for further review and recommendation in accordance with Subsection f of this Section 4, the final decision of the Director, following the appeal procedures set forth in this Section 4, shall be effective immediately and shall not be subject to further review. If the matter is referred back to the Judicial Review Committee for further review and recommendation, such Committee shall promptly conduct its review and report back to the Director within thirty (30) days except as the parties may otherwise stipulate in writing to extend such period. Within fifteen (15) days after receipt of the Judicial Review Committee's recommendations, the Director shall render a decision in writing and shall deliver copies thereof to the applicant or Association

member and to the Executive Committee either in person or by certified or registered mail, return receipt requested. The Director may affirm, modify or reverse the decision of the Judicial Review Committee, and such decision shall be final and effective immediately and shall not be subject to further review.

- h. Except as otherwise provided in these bylaws, no applicant or Association member shall be entitled as a matter of right to more than one appeal to the Director on any single matter which may be the subject of an appeal.

Section 5. Exhaustion of Remedies

If any action described in Subsection b of Section 2 of this Article VII is taken or recommended, the practitioner shall exhaust all the remedies afforded by these bylaws before resorting to any legal action.

ARTICLE VIII

OFFICERS

Section 1. Officers of the Association

- a. The elected officers of the Association shall be:
 - i. President
 - ii. President-elect
 - iii. Immediate Past-President
 - iv. ~~Treasurer~~
- b. The Chief Medical Officer of the Medical Center shall be an ex-officio officer of the Association serving as its Secretary and shall also be a voting member.

Section 2. Qualifications

Elected officers must be members of the Active Staff at the time of nomination and election and must remain Active Staff members in good standing during their term of office. Failure to maintain such status shall immediately create a vacancy in the office involved.

Section 3. Election

- a. The President-elect ~~and the Treasurer~~ shall be elected for a two (2) year term at the annual Association meeting. Only Active Staff members of the Association shall be eligible to vote. Election shall be by simple majority of the votes cast.
- b. The voting ~~may~~ shall be by written ballot. In the event that there are three (3) or more candidates for office and no candidate receives a majority, there shall be successive balloting such that the name of the candidate receiving fewest votes is omitted from each successive slate until a simple majority vote is obtained by one (1) candidate. If two (2) candidates have the same number of least votes, both shall be omitted from the successive slate.
- c. The nominating committee shall consist of five (5) members of the Association including the Immediate Past-President of the Association and four (4) from the Active Staff, appointed by the President of the Association at least two (2) months prior to the date of the annual meeting. This committee shall offer one or more nominees for the office of President-elect ~~and Treasurer~~. The report of this committee shall be appended to the announcement calling for the annual Association meeting.
- d. Nominations may also be made by petition signed by at least ten (10) members of the Active Staff, accompanied by written consent of the nominee(s) and filed with the Secretary at least ten (10) days prior to the annual meeting. In this event, the Secretary shall promptly advise the membership of the additional nomination(s) by mail.

Section 4. Term of Office

Each elected officer shall serve a two (2) year term or until a successor is elected. The President-elect shall serve a two (2) year term, at the conclusion of which he shall become President. The office of Immediate Past-President shall be assumed by the outgoing President for a term of two (2) years. Officers shall take office on the first day of the Association Year following his/her election.

Section 5. Vacancies in Office

Vacancies in office during the term of office, except for President, shall be filled by the Executive Committee. If there is a vacancy in the office of the President, the President-elect shall serve out the remaining term of the President, and will continue for the term for which he/she was elected.

Section 6. Removal of Elected and Ex-Officio Officers

Except as otherwise provided, removal of an elected officer may be effected by the Executive Committee, acting upon its own initiative or by a two-thirds vote of the members eligible to vote. Removal of an elected officer may be based only upon failure to meet qualifications, as described in Section 2 of this Article VIII, or failure to perform the duties of the elected office as described in these bylaws. Removal of an ex-officio officer shall be effected by the Director acting on his/her own initiative.

Section 7. Duties of Officers

a. President: The President shall:

- i. Act in coordination and cooperation with the Director, the ~~Assistant Director~~ Chief Medical Officer of Health Services, the Chief Executive Officer, the Chief Medical Officer, and the Deans and the department chairmen of the Professional Schools in all matters of mutual concern within the Medical Center.
- ii. Preside at all meetings of the Association.
- iii. Serve as chairman of the Executive Committee.
- iv. Serve as ex officio member of all other Association committees.
- v. Be responsible, in conjunction with the Chief Medical Officer, for the enforcement of the Association bylaws, rules and regulations, and for the Association's compliance with procedural safeguards in all instances where corrective action has been requested against a practitioner.
- vi. Appoint, in consultation with the Chief Medical Officer and with approval of the Executive Committee, committee members and officers to all standing Association committees as listed in Article X except as otherwise provided in Article X.
- vii. Represent the views, policies, needs and grievances of the Association to the Chief Executive Officer, the ~~Assistant Director~~ Chief Medical Officer of Health Services, and the Chief Medical Officer.
- viii. Be spokesman for the Association.
- ix. Perform such other functions as may be assigned to him/her by these bylaws, by the membership, by the Executive Committee, and by the Director.

- b. President-elect: In the absence of the President, he/she shall assume all the duties and have the authority of the President. He/she shall be the vice-chairman of the Executive Committee and shall perform such other functions as may be assigned to him/her by these bylaws, by the membership, by the Executive Committee, and by the Director.
- c. Immediate Past-President: His/her duties shall be to advise the President in all matters concerning the Association. He/she shall be a member of the Executive Committee and shall perform such other functions as may be assigned him/her by these bylaws, by the membership, by the Executive Committee, and by the Director.
- d. Secretary: The Secretary shall:
 - i. Keep accurate and complete minutes of all Association meetings and perform other secretarial functions.
 - ii. Coordinate the cooperative efforts of the President, the Chief Executive Officer, and the Deans of the Professional Schools in all matters of mutual concern within the Medical Center.
 - iii. Receive and interpret the policies of the Governing Body and the Director to the Association, and report to the Governing Body and the Director, through the Chief Executive Officer and ~~Assistant Director~~ the Chief Medical Officer of Health Services, on the performance and maintenance of quality with respect to the health care provided in the Medical Center.
 - iv. Attend to all procedures regarding application for membership in the Association as detailed in these bylaws.
 - v. Serve as secretary of the Executive Committee and implement its recommendations and suggest items for its consideration.
 - vi. Refer appropriate items to the various other committees of the Association.
 - vii. With concurrence of the President, call and be responsible for the agenda of all meetings of the Association.
 - viii. Serve as an ex officio member of all committees of the Association.
 - ix. Coordinate the educational activities of the Association with the Professional Schools.
 - x. Perform such other functions as may be assigned to him/her.

by these bylaws, by the membership, by the Executive Committee, and by the Director.

e. ~~Treasurer: The Treasurer shall:~~

- ~~i. Keep accurate and complete financial records of all Association activities.~~
- ~~ii. Be a member of the Executive Committee.~~
- ~~iii. Perform such other functions as may be assigned to him by these bylaws, by the membership, by the Executive Committee, and by the Director.~~

ARTICLE IX

DEPARTMENTS

Section 1. Organization of the Association

- a. The Chief Medical Officer shall be responsible for the functioning of the clinical organization of the Medical Center and shall keep or cause to be kept a careful supervision over all the clinical work done in the Medical Center.
- b. The Association shall be organized into departments, which are reflective of the scope of services provided within the Medical Center. Each department shall have a chairman who is supervised by the Chief Medical Officer and who shall be responsible for the overall supervision of the clinical, educational and research activities within his/her department.

Section 2. Current Departments

- a. The current departments are:
 - i. Anesthesia
 - ii. Dentistry
 - iii. Medicine
 - iv. Pathology
 - v. Pediatrics
 - vi. Medical Imaging
 - vii. Surgery
 - viii. ~~Neuro Sciences~~ Neurorehabilitation
 - ix. Clinical Psychology

b. Changes in Departments

~~The organization of the Association, as set forth in this Section 2, may be changed by the Director without the necessity of an amendment to these bylaws. Any such change shall be made by written notice to the President who shall so notify all the members of the Association.~~

Subject to the approval of the Director, the organization of the Association, as set forth in this Section 2, may be changed from time to time by the Executive Committee with the advice of Medical Center Administration without the necessity of an amendment to these bylaws. Prior to taking action regarding any proposed change, the Executive Committee, in its sole discretion, may request approval of the change at any annual or special Association meeting by the members present and eligible to vote, provided that a quorum exists. Following Executive Committee action, such change shall be effective only upon approval by the Director, which approval shall not be withheld unreasonably. The President shall notify all members of the Association of any approved change. Notwithstanding the above, it shall be exclusively within the control and discretion of the Director and the Governing Body to establish the scope and venue of services provided within the Medical Center, including, but not limited to, the creation, elimination, consolidation or modification of specific departments of the Medical Center.

Section 3. Assignment to Departments

Each practitioner shall be assigned membership in at least one department but may be granted membership and/or clinical privileges in one or more of the other departments. The exercise of privileges within each department shall be subject to the rules and regulations therein and to the authority of the department chairman.

Section 4. Functions of Departments

- a. The department chair~~men~~ shall serve as liaison between the departments and the Chief Medical Officer and shall also serve to coordinate the functions of the departments under their jurisdiction.
- b. Each department shall establish its own criteria, consistent with the policies of the Medical Center and the Association, for the granting and monitoring of clinical privileges in the department and reappointment to the Association, and such criteria must be approved by the Executive Committee.
- c. Each department shall propose, through its chair~~man~~, rules and regulations for the department that will apply in practice the general principles set forth in these bylaws.
- d. Departments shall meet at least monthly to review and analyze on a peer group basis the ongoing monitoring and evaluation of the quality and appropriateness of the care and treatment provided to patients. Each department shall submit a monthly report to the Executive Committee detailing its review and analyses of patient care.
- e. Each department shall conduct performance improvement activities as described in the Medical Center's Performance Improvement Program as approved by the Director.
- f. Each department shall establish such committees or other mechanisms as are necessary and desirable to properly perform the functions assigned to it.
- g. Each department shall conduct or participate in, and make recommendations regarding the need for, continuing education programs pertinent to changes in the state-of-the-art and to findings of review, evaluation and monitoring activities.

Section 5. ~~Functions~~ Responsibilities of Department Chair~~mens~~

- a. Each department chair~~man~~ shall be responsible for the following:
 - i. All clinical related activities in the department.
 - ii. All administrative related activities of the department. Unless otherwise provided by the Medical Center.
 - iii. The integration of the department into the primary functions of the Association.

- iv. The coordination and integration of interdepartmental and intradepartmental services.
- v. The development and implementation of policies and procedures that guide and support the provision of services.
- vi. The recommendations for a sufficient number of qualified and competent persons to provide care/services.
- vii. Continuing surveillance of the professional performance of all persons in the department who have delineated clinical privileges in his/her the department.
- viii. Recommending to the Executive Committee the criteria for clinical privileges that are relevant to the services provided in the department.
- ix. Recommending clinical privileges for each applicant and member of the department.
- x. The determination of the qualifications and competence of departmental personnel who are not licensed independent practitioners.
- xi. The continuous assessment and improvement of the quality of care and services provided.
- xii. The maintenance of quality control programs, as appropriate.
- xiii. The orientation and continuing education of all persons in the department.
- xiv. Recommendations for space and other resources needed by the department.
- xv. Assessing and recommending to the relevant Medical Center authority off-site sources for needed patient care services not provided by the department or the Medical Center.
- xvi. Assuring the departmental activities are considered for inclusion in the Medical Center's performance improvement program.
- xvii. Performing such other duties as may from time to time be reasonably requested of him by the President of the Association, the Chief Medical Officer, the Executive Committee, the ~~Assistant Director~~ Chief Medical Officer of Health Services, or the Director.

Section 6. Appointment and Removal of Department Chairmen

The department chairmen shall all be members of the Active Staff who are qualified by training, experience and demonstrated abilities to be the chairman of the particular department and shall be willing and able to discharge the functions of chairman of the particular department. They shall be board certified in a specialty or subspecialty of the particular department or be able to establish, through the privilege delineation process, that they possess comparable competence. They shall be appointed by the Director, upon the recommendation of the Chief Medical Officer. Each department chairman shall serve until his successor is appointed, unless he shall sooner resign or be removed. Removal of a department chairman shall be effected by the Director acting either on his/her own initiative following consultation with the Chief Medical Officer and the President, or on the recommendation of the Chief Medical Officer or the Executive Committee.

ARTICLE X

COMMITTEES

Section 1. General Provisions

There shall be an Executive Committee and such other standing and special committees as may from time to time be necessary and desirable to perform the Association functions described in these bylaws. The Executive Committee may by resolution establish a committee to perform one or more of the required Association functions.

The committees described in this Article X shall be the standing committees of the Association. Unless otherwise specified, the members of such committees and the chairmen, vice-chairman, and ~~any other officers~~ thereof shall be appointed by the President subject to approval by the Executive Committee. Chairs of the committees must be Association members in good standing. Such committees shall be responsible to the Executive Committee.

Unless otherwise specified, each committee chair and member shall be appointed for a term of three (3) years and shall serve until the end of this period or until a successor is appointed, whichever occurs later, unless he/she sooner resigns or is removed.

Any committee member, ~~other than~~ including the chair but not including a committee member serving ex-officio, may be removed by a majority vote of the Executive Committee.

Unless otherwise specified, any vacancies on any committee shall be filled in the same manner in which an original appointment to such committee is made.

Whenever these bylaws require that a function be performed by, or that a report or recommendation be submitted to, a named committee but no such committee exists, the Executive Committee shall perform such function or receive such report or recommendation or shall assign the functions of such committee to a new or existing committee of the Association or to the Association as a whole.

Section 2. Executive Committee

a. Composition: The Executive Committee shall consist of the following members:

- i. The elected and ex-officio officers of the Association as described in Article VIII, Section 1.
- ii. The Chief Executive Officer.
- iii. The ~~chairmen~~ of the departments of Medicine, Surgery, Pathology, Medical Imaging, ~~Neuro Sciences~~ Neurorehabilitation, and Pediatrics.
- iv. The Chief Nursing Officer without voting privilege.
- v. Other members of the Active Staff may be appointed to the Executive Committee by majority vote of the members of the Executive Committee.
- vi. The Director and the Chief Medical Officer of Health Services are ex-officio members.

The President, President-elect and Secretary, shall serve as ~~chairman~~, vice-~~chairman~~ and secretary, respectively, of the Committee.

b. Duties:

- i. Represent and act on behalf of the Association in the intervals between Association meetings, subject to such limitations as may be imposed by these bylaws.
- ii. Coordinate and implement the professional and organizational activities and policies of the Association.
- iii. Coordinate the activities and general policies of the various departments.

- iv. Receive and act upon reports and recommendations from Association committees and departments and from special staff reports.
 - v. Provide a formal liaison among the Association, the Chief Executive Officer, and, through the Director, the Governing Body.
 - vi. Recommend actions to the Chief Medical Officer, Chief Executive Officer, and Governing Body, through the Director, on matters of medical-administrative nature.
 - vii. Evaluate the medical care rendered to patients in the Medical Center.
 - viii. Fulfill the Association's accountability to the Governing Body for the health care rendered to patients in the Medical Center and assure that the Governing Body supplies sufficient resources for the attending staff to render quality health care.
 - ix. Assist in obtaining and maintaining licensing and accreditation for the Medical Center.
 - x. Take reasonable steps to develop continuing education activities and programs for the Association.
 - xi. Review the credentials, performance, and professional competence, character and other qualifications of all applicants and make recommendations to the Director for Association membership appointments and reappointments, assignments to departments, and delineation of clinical privileges, and corrective action.
 - xii. Take all reasonable steps to ensure professionally ethical conduct and competent clinical performance on the part of all members of the Association, including the initiation and recommendation of and/or participation in Association corrective or review measures when warranted.
 - xiii. Assess and make recommendations regarding the selection of contracted health services and the evaluation of such services through Department of Health Services' monitoring activities.
 - xiv. Report at each annual meeting of the Association.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit a monthly report to the ~~Assistant~~ Director on its activities.

Section 3 . Credentials Committee

- a. Composition: The Credentials Committee shall consist of at least five (5) members of the Active Staff, including at least one (1) from the departments of Surgery, Dentistry, Medicine, and Chief Medical Officer and other Association members as deemed necessary by the President. ~~The Medical Center Director of Human Resources shall be a member of the Committee without voting privileges.~~ All Committee members shall be County Civil Service classified employees.
- b. Duties:
- i. Review the qualifications and credentials of all applicants and make recommendations for Association membership appointment and reappointment, assignments to departments, and delineation of clinical privileges in accordance with Articles IV and V.
 - ii. Make reports to the Executive Committee, in accordance with Articles IV and V, on ~~the qualifications of~~ each applicant for Association membership or clinical privileges, including specific consideration of the recommendation(s) from the department(s) in which such applicant has requested privileges.
 - iii. Review ~~periodically~~ all information available regarding the competence of Association members and, as a result of such reviews, make recommendations for the granting of privileges, reappointments to membership, and the assignment of practitioners to the various departments as provided in Articles IV and V.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit a monthly report to the Executive Committee on its activities.

Section 4. Medical Records Committee

- a. Composition: The Medical Records Committee shall consist of at least three (3) members from the Association; one (1) representative each from ~~Medical Center Administration and the Medical Records~~ Health Information Management and Nursing departments; and other physician and non-physician members as deemed necessary by the President.
- b. Duties:
- i. Review and evaluate medical records, or a representative sample, to determine whether the medical records:

- (a) Properly describe the condition and diagnosis, the progress of the patient during hospitalization and at the time of discharge, the treatment and tests provided, the results thereof, and adequate identification of individuals responsible for orders given and treatment and tests rendered.
 - (b) Are sufficiently complete at all times to facilitate continuity of care and communications between individuals providing patient care services in the Medical Center.
- ii. Review and make recommendations for Association and Medical Center policies, rules and regulations relating to medical records, including completion, forms and formats, filing, indexing, storage, destruction, availability and methods of enforcement.
- iii. Provide liaison with Medical Center Administration and medical records personnel on matters relating to medical records practices.
- iv. Meet Joint Commission on Accreditation of Healthcare Organizations' requirements related to medical records.
- v. Review and approve all Medical Center policies and regulations relating to medical records as well as new forms, prior to their institution in the medical record.
- vi. Conduct in-depth surveys of all medical service records.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit a monthly report to the Executive Committee on its activities.

Section 5. Utilization Review Committee

- a. Composition: The Utilization Review Committee shall consist of at least one (1) Active Staff member from the departments of Medicine, Surgery, Pediatrics, and ~~Neuro Sciences~~ Neurorehabilitation; the Medical Center Quality Review Management Director; one (1) representative each from Medical Center Administration and the ~~Medical Records~~ Health Information Management, ~~Medical Social Work Services~~, and Nursing departments; and other physician and non-physician members as deemed necessary by the President. A subcommittee may be appointed to concern itself exclusively with proper utilization of the Ambulatory Care Service.
- b. Duties:

- i. ~~Conduct utilization review~~ Oversee studies designed to evaluate the appropriateness of admissions to the Medical Center, lengths of stay, discharge practices, use of Medical Center services, and all related factors which may contribute to the effective utilization of ~~Medical Center and practitioner~~ services. The Committee shall communicate the results of its studies and other pertinent data to the Executive Committee and shall make recommendations for the ~~optimum~~ utilization of the Medical Center services commensurate with quality of patient care and safety.
- ii. ~~Establish~~ Review and recommend a utilization management plan for the Medical Center, which shall be approved by the Executive Committee.
- iii. Evaluate the medical necessity for continued Medical Center services for particular patients, where appropriate.

No practitioner shall have review responsibility for any extended stay cases in which he was directly professionally involved.

- iv. ~~Obtain~~ Receive, review and evaluate ~~information and~~ statistical data and associated information obtained or generated by the Case Management Department.
- c. Meetings: The Committee shall meet no less than quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a quarterly report to the Executive Committee on its activities.

Section 6. Quality Assessment and Improvement Committee

- a. Composition: The Quality Assessment and Improvement Committee shall consist of at least one (1) Active staff member from the departments of Medicine, Surgery, ~~Neuro Sciences~~ Neurorehabilitation, ~~Pathology~~, and Pediatrics; the Medical Center Quality Review Management Director; one (1) representative each from the Medical Center Administration, Nursing Department, Ambulatory Care Service, Allied Health departments, ~~Medical Records Department~~, ~~Utilization Review Committee and its Ambulatory Care Review Subcommittee~~; and other physician and nonphysician members as deemed necessary by the President.
- b. Duties:
 - i. Review and approve departmental plans for maintaining and facilitating quality and risk management activities in the Medical Center.

- ii. Coordinate performance improvement activities.
 - iii. Set priorities for action on problem correction.
 - iv. Refer priority problems for assessment and corrective action to appropriate departments or committees.
 - v. Review ~~and~~ results of performance improvement activities throughout the Medical Center.
 - vi. Report relevant findings and results of performance improvement audit activities to the Executive Committee and to the Governing Body, through the Director.
 - vii. Assist the Association and the Medical Center to meet Joint Commission on Accreditation of Healthcare Organizations' and other applicable requirements relating to performance improvement.
 - viii. Perform an annual review of, and approve, the Medical Center's Performance Improvement Plan.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report to the Executive Committee on its activities.

Section 7. Pharmacy and Therapeutics Committee

- a. Composition: The Pharmacy and Therapeutics Committee shall consist of at least three (3) members of the Association and one (1) representative ~~each~~ from the Nursing Department ~~and from Medical Center Administration~~. The Chief Pharmacist shall be a member of, and act as secretary for the Committee.
- b. Duties:

~~The Committee shall be responsible for the development and surveillance of all drug utilization policies and practices within the Medical Center in order to assure optimum clinical results and a minimum potential for hazards. The Committee shall assist in the formulation of broad professional policies regarding the prescribing, ordering, dispensing, administering, monitoring and all other matters relating to drugs in the Medical Center. The Committee shall also perform the following specific functions:~~
 - i. Develop policies related to medication use and practices within the Medical Center in order to maximize therapeutic outcomes and minimize adverse drug reactions.

- ii. Survey, periodically, medication use.
- iii. Assist in the formulation of broad policies regarding the prescribing, purchasing, dispensing, administration, monitoring and all other aspects of medication use in the Medical Center.
- iv. Serve as an advisory group to the attending staff, nurses, pharmacists, and Medical Center Administration on matters pertaining to the choice and cost of available medications.
- ii.v. Make recommendations concerning medications to be stocked on the nursing units and by other services.
- iii.vi. Develop and review periodically a formulary or medication list for use in the Medical Center.
- iv.ii. Participate in the development and analysis of a Medication Use Evaluation Program.
- viii. Conduct drug utilization evaluations and supervise the concurrent drug surveillance program.
- vi.x. Oversee the use of research and experimental medications in the Medical Center.
- vii.x. Review all untoward or adverse drug reactions.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report to the Executive Committee on its activities.

Section 8. Infection Control Committee

- a. Composition: The Infection Control Committee shall include three (3) members of the Association; one or more nurse epidemiologist(s); one (1) representative ~~each~~ from the Nursing Department ~~and from Medical Center Administration~~; and other physician and non-physician members as deemed necessary by the President.
- b. Duties:
 - i. Develop a Medical Center-wide infection control program for the which maintains infection control surveillance of Medical Center infection potentials: and monitors its effectiveness.
 - ii. Develop a system for the collection of data reporting, identification, review, and analysis of the incidence and causes of, ~~reporting of incidences and trends and follow-up of~~

nosocomial infections.

- iii. Develop a preventative and corrective program designed to minimize infection hazards, including establishing, reviewing, and evaluating aseptic, isolation and sanitation techniques.
- iv. Establish, maintain, update, and monitor ~~and/or recommend~~ the effectiveness of written infection control policies and procedures.
- ~~v. Measure and monitor the effectiveness of procedures, policies and programs.~~
- vi. Supervise the Infection Control program in all phases of the Medical Center's activities, including but not limited to:
 - (a) Sterilization and disinfection procedures ~~by heat, or chemicals, or otherwise.~~
 - (b) Isolation and precaution procedures.
 - (c) Adherence to governmental regulations and guidelines and licensing and accreditation requirements.
 - (d) Handling and disposal of biohazardous material.
 - (e) Reviewing sensitivities of microbiologic organisms ~~per the laboratory antibiogram reports~~ specific to the Medical Center and coordinating action on findings with the Pharmacy and Therapeutics Committee.
 - (f) Working collaboratively with the employees health and safety personnel on infection control matters.
 - ~~(g) Reviewing and recommending education and training requirements.~~
 - ~~(h) (g) Other situations as requested by~~ Acting upon recommendations related to infection control received from the Executive Committee, Chief Medical Officer, Medical Center Administration, departments and other committees.

- c. Meetings: The Committee shall meet at least monthly shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report on its activities to the Executive Committee.

Section 9. Research Committee

- a. Composition: The President shall appoint the members and officers of the Research Committee which shall be broadly representative and composed of such Association members and County personnel as deemed necessary by the Executive Committee subject to approval by the Chief Medical Officer, the Chief Executive Officer, and the Director or his authorized designee.
- b. Duties: The Committee shall monitor all research activities at the Medical Center involving both human and non-human subjects, including, but not limited to:
 - i. ~~Examine Review~~ all requests for the performance of any type of medical research within the Medical Center and make recommendations to the Executive Committee on whether to grant permission to conduct such research at the Medical Center and whether, if approved, such research must be performed in accordance with any stated conditions. Such recommendations shall be subject to approval by the Executive Committee, the Chief Medical Officer, the Chief Executive Officer, and the Director ~~or his authorized designee, and any other person or body whose approval is required under a County contract.~~
 - ii. Monitor all approved medical research and require and receive from time to time, but not less than annually, written progress reports on all approved medical research projects.
 - iii. Assure compliance with all Federal and State laws and regulations applicable to the approval, performance and monitoring of all medical research, including, but not limited to, oversight by an institutional review board as required by Federal and State laws and regulations.
 - iv. Make an annual written report to the Director not later than October 31 of each year of the medical research accomplished, the research in progress, and a description of the source and dollar amounts of funds expended for research at the Medical Center during the County's previous fiscal year.
- c. Requests to Conduct Medical Research: No Association member or other person shall perform any type of medical research at the Medical Center without first obtaining the approval of the Research Committee, the Executive Committee, the Chief Medical Officer, the Chief Executive Officer, the Director ~~or his authorized designee~~, and any other person or body whose approval is required under a County contract. No medical research shall be approved unless such research will contribute to or benefit health care for County patients. All requests for permission to conduct medical research in the Medical Center must be in writing and in such form as may be required by the

Committee and shall be accompanied by the written approval of the chairman of each department involved. Whenever a request for permission to conduct research is made by an Association member who is also a member of the faculty of a Professional School, the Committee may recommend that portions of the particular medical research be conducted in facilities other than the Medical Center.

- d. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report on its activities to the Executive Committee, the Chief Medical Officer, the Chief Executive Officer, and the Director or his authorized designee.

Section 10. Bylaws and Rules and Regulations Committee

- a. Composition: The Bylaws and Rules and Regulations Committee shall consist of at least two (2) members of the Association. The Chief Medical Officer, or his/her designee, shall serve as secretary of the Committee.
- b. Duties:
 - i. Recommend to the Executive Committee rules and regulations for the Association.
 - ii. Review the bylaws and rules and regulations of the Association at least biannually and recommend any amendments as needed.
- c. Meetings: The Committee shall meet at least annually, shall maintain a permanent record of its proceedings and actions, and shall forward minutes of its meetings to the Executive Committee.

Section 11. Tissue Committee

- a. Composition: The Tissue Committee shall consist of at least three (3) Active Staff members from the departments of Pathology and Surgery and such other departments as desired.
- b. Duties:
 - i. Evaluate the agreement or disagreement between the preoperative and post-operative diagnosis and reports by the pathologists on tissues removed at operation. This evaluation shall also be done for those procedures in which no tissue was removed.
 - ii. Review the indications for surgery in all cases in which there is a major discrepancy between the pre-operative and post-operative (including pathologic) diagnosis.
- c. Meetings: The Committee shall meet at least quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report to the Executive Committee on its activities.

Section 12. Continuing Medical Education Committee

- a. Composition: The Continuing Medical Education Committee shall consist of at least four (4) members from the Association, and one (1) representative ~~each~~ from the Nursing Department ~~and Medical Center Administration~~. Other members may be included at the discretion of the President.
- b. Duties:

The Committee shall organize continuing education programs and coordinate them with the Medical Center-wide quality assessment and improvement program, and supervise the Medical Center's library services. The Committee shall:

 - i. Develop and plan, or participate in, programs of continuing education designed to keep the attending staff informed of significant new developments and new skills in medicine that are responsive to audit findings.
 - ii. Evaluate, through a Medical Center-wide integrated quality assessment and improvement program, the effectiveness of the educational programs so developed and implemented, and annually reappraise their effectiveness.
 - iii. Analyze, on a continuing basis, the Medical Center's needs for

library services.

- iv. Act upon continuing education recommendations from the Executive Committee, the departments, or other committees responsible for patient care audit and other quality review, evaluation, monitoring, and assurance functions.
 - v. Oversee the Medical Center's Continuing Medical Education (CME) Program and ensure compliance with CME accreditation standards.
 - vi. Assure that CME activities are aimed at meeting the needs of the practitioner constituency.
 - vii. Assure that each CME activity as well as the overall CME program is evaluated appropriately.
 - viii. Assure that proper documentation relative to CME is maintained in compliance with accreditation standards.
- c. Meetings: The Committee shall meet at least quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a quarterly report to the Executive Committee on its activities.

Section 13. Bioethics Resource Committee

- a. Composition: The Bioethics Resource Committee shall be multi-disciplinary with a majority of physician members and with representatives from the following disciplines: nursing, social work, Medical Center Administration, clergy and attending staff. Members shall be employees or volunteers of the Medical Center.
- b. Duties:
 - i. Help assure there is appropriate consideration of ethical issues which may be associated with decisions relating to patient care.
 - ii. Help advise Medical Center staff concerning ethical issues which may be associated with decisions relating to patient care.
 - iii. Review and advise concerning ethical issues referred to the Committee by other Association committees, Medical Center staff, or other involved parties.
 - iv. Educate themselves and offer education to other Medical Center staff concerning ethical issues (e.g., as they relate to patient care policies, procedures and clinical practices).

- v. Offer consultation to all Medical Center departments. In this function, the Committee will serve as an advisory group but will not make specific decisions related to patient care. Rather, patient care decisions will be made by the applicable practitioner.
- c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a monthly report to the Executive Committee on its activities.

Section 14. Transfusion Committee

- a. Composition: The Transfusion Committee shall consist of one (1) Active Staff member from the departments of Surgery, Anesthesia, Medicine, Pediatrics, and Pathology; one (1) member from the Nursing Department and such other members as from time to time may be required. ~~The chairman of the Committee shall be the Director of the Blood Bank.~~
- b. Duties:

The Committee shall be responsible for establishing criteria for utilization of blood components as recommended by appropriate department chairmen^{men} and for compliance with the criteria. The Committee shall also conduct periodic reviews of the records of all transfusion reactions, blood utilization, and make recommendations regarding specific improvements in transfusion services and policies.
- c. Meetings: The Committee shall meet quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit a quarterly report to the Executive Committee on its activities.

Section 15. Well Being of Practitioners Committee

- a. Composition: The Well Being of Practitioners Committee shall consist of at least five (5) members of the Association selected from any of the departments and additional members as needed..
- b. Duties:

The Committee shall recommend policies and procedures for recognizing practitioners who have problems with substance abuse and/or physical or mental illness which may impair their ability to practice safely and effectively, and for assisting such practitioners to obtain necessary rehabilitation services.

The Committee may receive reports related to the health, well-being, or impairment, including, but not limited to, substance abuse and physical

or mental illness, of Association members and, as it deems appropriate, may investigate such reports and evaluate compliance by a practitioner with a mutually agreed monitoring agreement. These activities are separate from any attending staff corrective action functions. The Committee may, on a voluntary basis, provide such advice, counseling, or referrals to Association members as may seem appropriate. Such activities shall be confidential; however, in the event that any information received by the Committee clearly demonstrates that the health or known impairment of an Association member may pose an unreasonable risk of harm to patients, that information may be referred to the Executive Committee for corrective action pursuant to Article VI.

- c. Meetings: The Committee shall meet at least quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit a quarterly report to the Executive Committee on its activities.

Section 16. Respiratory Care Committee

- a. The Respiratory Care Committee shall consist of the Medical Director of the Pulmonary Program; at least one (1) Active Staff member representing the departments of Pediatrics and Anesthesia and the Intensive Care Units; the Chief of Medical Center's Respiratory Care Department; a Nursing Department representative for adult and pediatric services; and other physician and non-physician members as deemed necessary by the President.
- b. Duties:
 - i. Ensure evidence of uniform guidelines of care for ventilator dependent patients throughout the Medical Center.
 - ii. Coordinate the care of respiratory patients among the multidisciplinary team.
 - iii. Act as a referral source for issues related to respiratory care.
 - iv. Work with Quality Review and Risk Management on issues related to respiratory care.
 - v. Review and make recommendations on new respiratory equipment.
 - vi. Review the annual budget of Medical Center's Respiratory Care Department as it relates to the needs of all departments of the Medical Center.
 - vii. Formulate Medical Center guidelines and policies to be submitted to the Executive Committee for consideration.

- c. Meetings: The Committee shall meet at least quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a quarterly report to the Executive Committee on its activities.

Section 17. Interdisciplinary Practice Committee

- a. Composition: The Interdisciplinary Practice Committee shall be a multidisciplinary committee consisting of at least eight (8) members, including, at a minimum, the Chief Executive Officer, who shall act as Chairman; the Chief Medical Officer or his designee; the Chief Nursing Officer; and an equal number of members of the Association appointed by the Executive Committee and registered nurses appointed by the Chief Nursing Officer. Licensed or certified health professionals other than registered nurses who perform functions requiring standardized procedures or clinical privileges designed for licensed or certified health professionals may be appointed by the Executive Committee as necessary.
- b. Duties:
 - i. Standardized Procedures
 - (a) Consistent with the requirements of law and regulation, the Committee shall assist in developing and shall review standardized procedures that apply to nurses or allied health professionals, identify functions that are appropriate for standardized procedures, and review and approve standardized procedures, subject to review and approval by the Executive Committee.
 - (b) Standardized procedures can only be approved after consultation with the department involved and by affirmative vote of (i) a majority of administrative members, (ii) a majority of physician members, and (iii) a majority of nurse members.
 - ii. Credentialing Allied Health Professionals
 - (a) The Committee shall review and recommend policies and procedures for the expanded role privileges for related to assessing, planning and directing the patient's diagnostic and therapeutic care.
 - (b) The Committee shall review allied health professionals' applications and forward its recommendations and the applications on to the Credentials Committee for its recommendations. The Credentials Committee shall then

forward the recommendations of the Interdisciplinary Practice Committee and its recommendations and the applications on to the Director, through the Executive Committee, for the granting and/or rescinding of privileges.

(c) The Committee shall review on an annual basis all allied health professionals' competency and performance improvement data.

(d) The Committee shall serve as liaison between allied health professionals and the Association.

c. Meetings: The Committee shall meet at least semi-annually, shall maintain a permanent record of its proceedings and actions and shall submit at least a semi-annual report on its activities to the Executive Committee.

Section 18. Critical Care Committee

a. Composition: The Critical Care Committee shall consist at least of the Medical Center's Medical Director of Critical Care, who shall serve as ~~Chairman~~ chair; one (1) member of the Association representing each of the departments of Pediatrics, Medicine, Surgery, and Anesthesia; two (2) representatives from the Nursing Department; and any other physician and non-physician members as deemed necessary by the President.

b. Duties:

i. Make recommendations to the Executive Committee on the development, review, and revision of Medical Center policies and procedures related to critical care.

ii. Develop, review, and revise policies and procedures related to the operation and function of the critical care units.

~~iii.~~ Collect and analyze data on the incidence, quality of management, and outcomes of Code Blue events.

c. Meetings: The Committee shall meet at least quarterly, shall maintain a permanent record of its proceedings and actions, and shall submit at least a quarterly report to the Executive Committee on its activities.

Section 19. Ambulatory Care Committee

a. Composition: The Ambulatory Care Committee shall consist of three (3) members of the Association, one (1) representative ~~each~~ from the Nursing Department and Medical Center Administration, and other

physician and non-physician members as deemed necessary by the President.

b. Duties:

- i. Monitor and evaluate care and services provided in the outpatient setting.
- ii. Assure proper utilization of ambulatory care services.
- iii. Develop, maintain, and revise policies and procedures related to ambulatory care services through recommendations to the Executive Committee.
- iv. Review and evaluate safety and risk management issues related to ambulatory care services.

c. Meetings: The Committee shall meet at least monthly, shall maintain a permanent record of its proceedings and actions, and shall submit a monthly report to the Executive Committee on its activities.

Section 20. Other Committees

The President in consultation with the Chief Medical Officer, may establish and appoint special or ad hoc committees when deemed necessary. The appointment of such committees shall include the following:

- a. The members of the committee and its chairman.
- b. The exact charge for which the committee is formed.
- c. To whom and when the committee shall report concerning its deliberations and/or actions.
- d. The duration of service of the committee.

ARTICLE XI

CONFLICT OF INTERESTS

Notwithstanding any other provision of these bylaws, no person who is in any way involved in an application for, or the conduct of, any medical research project which is or may be performed in whole or in part at a Los Angeles County facility shall in any way participate in the County's approval or ongoing evaluation of such project or in any way attempt unlawfully to influence the County's approval or ongoing evaluation of such project.

ARTICLE XII

MEETINGS

Section 1. Annual Association Meeting

- a. There shall be an annual meeting of the members of the Association. This meeting shall be held in May or June. The election of officers of the Association shall take place at this meeting. ~~The President of the Association shall present a report on actions taken by the Executive Committee during the preceding year and on other matters believed to be of interest and value to the membership of the Association and the Medical Center.~~
- b. The agenda for the annual meeting shall be:
 - i. Administrative:
 - (1) Call to order.
 - (2) Acceptance of the minutes, as amended if needed, of the last annual and of all intervening special meetings.
 - (3) Unfinished business.
 - ~~(4) Communications.~~
 - (4) Report from the President
 - (5) Report from the Chief Medical Officer.
 - (6) Reports of departments.
 - (7) Reports of committees.
 - (8) New Business.

(9) Election of officers when required by these bylaws.

ii. Professional:

(1) Review and analysis of the clinical work of the Medical Center.

(2) Reports of departments.

(3) Reports of committees.

(4) Discussion and recommendations for improvement of the professional work of the Medical Center.

(5) Adjournment.

Section 2. Special Association Meetings

a. Special meetings of the Association may be called at any time by the President, the Chief Medical Officer or the Executive Committee. The President shall call a special meeting within thirty (30) days after receipt by him/her of a written request for same signed by at least fifteen (15) Active staff members of the Association addressed to the President and stating the purpose for such meeting. No business shall be transacted at any special meeting except that stated in the notice calling the meeting.

b. The agenda at a special meeting shall be:

i. Reading of the notice calling the meeting.

ii. Transaction of business for which the meeting was called.

iii. Adjournment.

Section 3. Committee and Department Meetings

a. Regular Meetings

Committees and departments may, by resolution, provide the time for holding regular meetings and no notice other than such resolution shall then be required. Departments shall hold regular meetings at least monthly to review and evaluate the clinical activities of the department.

b. Special Meetings

A special meeting of any committee or department, may be called by, or at the request of, the chairman thereof, the President of the

Association, or by one-third of the group's current members but not less than two (2) members.

Section 4. Notice of Meetings

Written or printed notice stating the place, day, and hour of any Association meeting or of any regular committee or department, meeting not held pursuant to resolution shall be delivered, either personally or by United States mail or County mail, to each person entitled to be present not less than seven (7) days nor more than twenty (20) days before the date of such meeting, except that notice of the annual Association meeting shall be delivered at least ten (10) days prior to the meeting. Notice of special committee or department, meetings may be given orally. If mailed by United States mail, the notice of the meeting shall be deemed delivered when deposited, postage prepaid, in the United States mail, addressed to each person entitled to such notice at his/her address as it appears on the records of the Medical Center. If mailed by County mail, the notice of the meeting shall be deemed delivered when deposited in the Medical Center Mail Distribution Center addressed to each person entitled to such notice at his/her address as it appears on the records of the Medical Center. Personal attendance at a meeting shall constitute a waiver of the notice of any meeting.

Section 5. Quorum

~~The number of voting members present at For~~ any Association, department or committee meeting for which notice has been given, the number of voting members present, but not less than ~~two (2)~~ three(3) such members, shall constitute a quorum for the transaction of any business, including amendment of these bylaws.

Section 6. Conduct of Meetings

All meetings shall be conducted according to these bylaws. When not otherwise specified, the latest edition of Robert's Rules of Order shall prevail, provided that any technical departure from such rules, as determined in the sole judgement of the presiding officer of the meeting, shall not invalidate any action taken at a meeting.

Section 7. Manner of Action

Except as otherwise specified, the action of a majority of the voting members present and voting at any meeting at which a quorum ~~is present~~ exists shall be the action of the group. Action may be taken without a meeting by the Association or any committee or department by written notice setting forth the action so taken signed by each member entitled to vote thereat.

Section 8. Minutes

Minutes of all meetings shall be prepared and maintained in a permanent record and shall include a record of attendance and the vote taken on each matter. The minutes shall be signed by the presiding officer. The Association Secretary shall maintain a permanent file of the minutes of Association and committee meetings, and each department shall maintain a permanent file of the minutes of department meetings.

Section 9. Attendance Requirements

a. Regular attendance:

Each Active Staff member shall be required to attend:

- i. The annual Association meeting.
- ii. At least fifty (50) percent of all other Association meetings duly convened pursuant to these bylaws in each Association Year.
- iii. At least fifty (50) percent of all meetings of each committee and department of which he is a member in each Association Year.

b. Absence from Meetings:

Any member who is compelled to be absent from any Association, committee, or department meeting shall promptly provide to the regular presiding officer thereof the reason for such absence. Unless excused for good cause by such presiding officer, failure to meet the attendance requirements of Subsection a above may be grounds for any of the corrective actions specified in Article VI, and including, in addition, removal from such committee or department. Committee or department chairmen shall report all such failures to the Executive Committee. Reinstatement of an Association member whose membership has been revoked because of absence from meetings shall be made only on application, and any such application shall be processed in the same manner as an application for initial appointment.

c. Special Appearance:

A member whose patient's clinical course of treatment is scheduled for discussion at a committee or department meeting shall be so notified by the committee or department chairman and shall be required to attend. Whenever apparent or suspected deviation from standard clinical practice is involved, the notice to the member shall so state, shall state the time and place of the meeting, shall be given by certified or registered mail, return receipt requested, at least seven (7) days prior to the meeting, and shall include a statement that his/her attendance at the

meeting at which the alleged deviation is to be discussed is mandatory.

Failure of a member to attend any meeting with respect to which he/she was given notice that attendance is mandatory, unless excused by the Chief Medical Officer upon a showing of good cause, may result in a summary suspension of all or any portion of the member's clinical privileges. If the practitioner makes a written request for postponement, which is received by the Chief Medical Officer within five (5) days after the date of the notice and which is supported by an adequate showing that his/her absence will be unavoidable, his/her attendance and presentation may be excused and postponed by the committee or department chairman, or by the Chief Medical Officer if the chairman or chief is the practitioner involved, until not later than the next regular committee or department meeting; otherwise, the pertinent clinical information shall be presented and discussed as scheduled.

Section 10. Confidentiality

All members and attendees shall agree, in writing, to keep the proceedings and activities of the Association, committees and departments confidential.

ARTICLE XIII

CONFIDENTIALITY, IMMUNITY AND RELEASES

Section 1. Special Definitions

For the purposes of this Article, the following definitions shall apply:

- a. INFORMATION means records of proceedings, minutes, records, files, communications, reports, memoranda, statements, recommendations, data and other disclosures, whether in written or oral form, relating to professional qualifications, clinical ability, judgment, character, physical and mental health status, emotional stability, professional ethics, or any other matter that might directly or indirectly affect patient care.
- b. REPRESENTATIVE means Los Angeles County and any officer, employee or agent thereof; the Association and any member, officer, department, board, or committee thereof; any other medical staff organization and any member, officer, department, service, board or committee thereof; any other health care facility or organization and any officer, department, service, board, or committee thereof; and any person authorized by any of the foregoing to perform specific information gathering or disseminating functions.

- c. THIRD PARTY means any person or organization providing information to any representative.

Section 2. Authorizations and Conditions

By applying for, or exercising, clinical privileges or providing specified patient care services within the Medical Center, a practitioner:

- a. Authorizes representatives of the County of Los Angeles, the Medical Center, and the Association to solicit, provide and act upon any information bearing upon, or reasonably believed to bear upon, his/her professional ability and qualifications.
- b. Authorizes representatives and third parties to provide any information, including otherwise privileged or confidential information, concerning the practitioner to the Medical Center and the Association.
- c. Agrees to be bound by the provisions of this Article and to waive all legal claims against any representative or third party who acts in accordance with the provisions of this Article.
- d. Acknowledges that the provisions of this Article are express conditions to his/her application for, and acceptance of, Association membership and the continuation of such membership, and/or to his/her application and exercise of clinical privileges or provision of specified patient care services at the Medical Center.

Section 3. Confidentiality of Information

Information with respect to any practitioner submitted, collected, prepared, or maintained by any representative for the purpose of achieving and maintaining quality patient care, reducing morbidity and mortality, or contributing to clinical research, as well as any other information with respect to any Association, committee or department meetings, shall, to the fullest extent permitted by law, be confidential and shall not be disseminated to anyone other than a duly authorized person nor be used in any way except as provided herein or except as otherwise required by law. Dissemination of such information shall be made only where expressly required by law, pursuant to officially adopted policies of the Association or, where no official policy exists, only with the express approval of the Executive Committee. Such confidentiality shall extend also to any information submitted, collected, prepared, or maintained by any practitioner or any third party. This information shall not become part of any particular patient's file or of the general Medical Center records.

Inasmuch as effective peer review, the consideration of the qualifications of Association members and applicants to perform specific

procedures, and the evaluation and improvement of the quality of care rendered in the Medical Center, must be based on free and candid discussion, any breach of confidentiality of the discussions or deliberations of the Association, departments, divisions, or committees, except in conjunction with any other medical staff organization or health care facility or organization or any licensing authority, is outside appropriate standards of conduct for the Association and shall be deemed disruptive to the operations of the Association and the Medical Center. If it is determined that such a breach has occurred or is likely to occur, the Medical Center or the Executive Committee may undertake such corrective action as deemed appropriate.

It shall be the responsibility of each practitioner to obtain the release of any information requested by the Association or the Medical Center.

Notwithstanding any other provision of these bylaws, the Association, the Medical Center, and the County of Los Angeles and their officers, employees, and agents shall, to the fullest extent permitted by law, be entitled to utilize any information submitted, collected, prepared, or maintained by any practitioner, representative, or third party, in defense of any suit or claim brought against any or all of them relating to any act or omission of any practitioner.

Section 4. Immunity From Liability

a. For Action Taken:

Each representative of the County of Los Angeles, the Medical Center, or the Association, and all third parties, shall, to the fullest extent permitted by law, be exempt from any liability to any practitioner for any damages or other relief for any action taken or statements or recommendations made within the scope of his/her duties.

b. For Providing Information:

Each representative of the County of Los Angeles, the Medical Center, or the Association, and all third parties, shall, to the fullest extent permitted by law, be exempt from any liability to any practitioner for any damages or other relief by reason of providing information to a representative of the County of Los Angeles, the Medical Center, or the Association, or to any other health care facility or organization or medical staff organization concerning any practitioner who is, or has been, an applicant to or member of the Association or who did, or does, exercise clinical privileges or provide specified patient care services at the Medical Center.

Section 5. Activities and Information Covered

The provisions of this Article shall apply to all acts, communications, reports, recommendations, and disclosures of any kind performed or made in connection with the activities of the Medical Center of the Association or any other health care facility or organization or medical staff organization, concerning, but not limited to:

- a. Applications for appointment, clinical privileges, or specified patient care services.
- b. Periodic reappraisals for reappointment, clinical privileges or specified patient care services.
- c. Corrective action.
- d. Hearings and appellate reviews.
- e. Performance data from the quality assessment and improvement program.
- f. Utilization reviews.
- g. Other Medical Center, Association, department, division, or committee activities related to monitoring and/or maintaining quality patient care and appropriate professional conduct.
- h. National Practitioner Data Bank, peer review organizations, Medical Board of California, and similar reports.

Section 6. Releases

Each practitioner shall, upon request of the Medical Center or the Association, execute general and specific releases in accordance with the express provisions and general intent of this Article. However, execution of such releases shall not be deemed a prerequisite to the effectiveness of this Article.

ARTICLE XIV

INDEMNIFICATION AND INSURANCE

Section 1. Insurance

~~Notwithstanding any other provision of these bylaws, each practitioner who renders services to and bills patients in the Medical Center shall provide and maintain the following programs of insurance with the terms, conditions, endorsements and limits as may be determined by the County's Chief Administrative Office. Such programs of insurance shall be satisfactory to the County and primary to and not contributing~~

with any other insurance maintained by the County. Certificate(s) and other evidence of coverage and certified copy(ies) of additional endorsement(s) shall be delivered to the Medical Center prior to the rendering of such services in the Medical Center. Such evidence shall specifically identify the practitioner and contain express conditions that the County is to be given written notice by registered mail at least thirty (30) days in advance of any modification or termination of any program of insurance. Any failure of any such practitioner to provide and maintain the required programs of insurance shall result in the immediate and automatic suspension of the practitioner's Association membership and clinical privileges as provided in Section 3 of Article VI.

~~_____~~ a. ~~_____~~ General Liability:

~~_____~~ Such insurance shall be endorsed naming the County of Los Angeles as an additional insured and shall be written on a commercial general liability form or on a comprehensive general liability form covering the hazards of premises/operations, contractual, independent contractors, advertising, products/completed operations, broad form property damage, and personal and advertising injury with a combined single limit of not less than One Million Dollars (\$1,000,000) per occurrence.

~~_____~~ i. ~~_____~~ If written with an annual aggregate limit, the policy limit shall be three times the occurrence limit.

~~_____~~ ii. ~~_____~~ If written on a claims made form, practitioner shall provide an extended two (2) year reporting period commencing upon termination or cancellation of clinical privileges.

~~_____~~ b. ~~_____~~ Comprehensive Auto Liability:

~~_____~~ Comprehensive auto liability insurance endorsed for all owned, non-owned, and hired vehicles with a combined single limit of not less than Three Hundred Thousand Dollars (\$300,000) per occurrence.

~~_____~~ c. ~~_____~~ Professional Liability:

~~_____~~ Professional liability insurance covering liability arising from any error, omission, or negligent or wrongful act of the practitioner or his agents or employees with a limit of liability of not less than One Million Dollars (\$1,000,000) per medical malpractice liability or of not less than One Million Dollars (\$1,000,000) for all other types of professional liability.

~~_____~~ If written on a claims made form, practitioner shall provide an extended two (2) year reporting period commencing upon termination or cancellation of clinical privileges.

~~_____~~ d. ~~_____~~ Workers' Compensation:

~~_____~~ Workers' compensation insurance in an amount and form to meet all

applicable requirements of the Labor Code of the State of California, including Employers Liability with a One Million Dollars (\$1,000,000) limit, covering all persons that the practitioner is legally required to cover.

Section 2. Indemnification

Each such practitioner agrees to indemnify, defend, and hold harmless the County and its Special Districts, elected and appointed officers, employees, and agents (County) from and against any and all liability and expense, including defense costs and legal fees, arising from or connected with claims and lawsuits for damages or workers' compensation benefits relating to such practitioner's operations or its services, which result from bodily injury, death, personal injury, or property damage (including damage to such practitioner's property). Such practitioner shall not be obligated to indemnify for liability and expense arising from the active negligence of the County.

Each such practitioner shall notify the County, or its authorized claims representative, by Department of Health Services incident report of any occurrence of injury, disease, illness, death, injury to or destruction of property, or any malpractice, error, or event that is potentially compensable (e.g., any adverse event related to hospitalization or treatment, any deviation from expected outcomes). If a claim is made or suit is brought against the practitioner and/or the County, the practitioner shall immediately forward to the County, or its authorized claims representative, copies of every demand, notice, summons or other process received by him or his representative.

Each such practitioner shall cooperate with and assist the County, or its authorized claims representative, by attending hearings and trials, securing and giving evidence as may be required.

All notices and other communications shall be submitted to the County or its authorized claims representative, in accordance with Medical Center procedures.

Section 1.

Indemnification

Notwithstanding any other provision of these bylaws, each practitioner (other than a practitioner who (1) provides health services to a patient at the Hospital within the scope of his/her employment as a County Civil Service employee, whether classified or unclassified, (2) provides health services to a patient at the Hospital within the scope of a contract which he/she has entered into with the County and which has been approved by the Governing Body, or (3) provides health services to a patient at the Hospital within the scope of a contract which has been entered into between a non-County entity and the County and which

has been approved by the Governing Body) who renders services to and bills patients in the Hospital shall indemnify, defend and hold harmless County, and its Special Districts, elected and appointed officers, employees, and agents from and against any and all liability, including, but not limited to, demands, claims, actions, fees, costs, and expenses (including attorney and expert witness fees), arising from or connected with practitioner's acts and/or omissions arising from and/or relating to the services provided to such patients by such practitioner.

Section 2.

General Insurance Requirements

Without limiting any such practitioner's indemnification of County, each such practitioner shall provide and maintain the programs of insurance specified in this Article XIV. Such insurance shall be primary to and not contributing with any other insurance or self-insurance programs maintained by County, and such coverage shall be provided and maintained at the practitioner's own expense.

A. Evidence of Insurance: Certificate(s) or other evidence of coverage satisfactory to County shall be delivered to the Medical Director prior to any such practitioner rendering any services to any patient at the Hospital. Such certificates or other evidence shall:

1. Specifically reference these bylaws.
2. Clearly evidence all required coverages.
3. Contain the express condition that County is to be given written notice by mail at least thirty (30) days in advance of cancellation for all policies evidenced on the certificate of insurance.
4. Include copies of the additional insured endorsement to the commercial general liability policy, adding the County of Los Angeles, its Special Districts, its officials, officers and employees as additional insureds for all activities arising from and/or relating to the services provided by the practitioner.
5. Identify any deductibles or self-insured retentions for County's approval. The County retains the right to require the practitioner to reduce or eliminate such deductibles or self-insured retentions as they apply to County, or, require the practitioner to provide a bond guaranteeing payment of all such retained losses and related costs, including, but not limited to, expenses or fees, or both, related to investigations, claims administrations, and legal defense.

Such bond shall be executed by a corporate surety licensed to transact business in the State of California.

- B. Insurer Financial Ratings: Insurance shall be provided by an insurance company acceptable to the County with an A.M. Best rating of not less than A:VII, unless otherwise approved by County.
- C. Failure to Maintain Coverage: Any failure by any such practitioner to provide and maintain the required insurance, or to provide evidence of insurance coverage acceptable to County, shall constitute a material violation of these bylaws and shall result in the immediate and automatic suspension of the practitioner's Association membership and clinical privileges as provided in Section 3 of Article VI. County, at its sole option, may obtain damages from the practitioner resulting from such breach.
- D. Notification of Incidents, Claims or Suits: Each such practitioner shall notify the County, or its authorized claims representative, by Department of Health Services incident report of any occurrence of disease, illness, death, injury to persons or destruction of property, or any malpractice, error, or event that is potentially compensable (e.g., any adverse event related to hospitalization or treatment, any deviation from expected outcomes). If a claim is made or suit is brought against the practitioner and/or the County, the practitioner shall immediately forward to the County, or its authorized claims representative, copies of every demand, notice, summons or other process received by him/her or his/her representative. In addition, each such practitioner shall cooperate with and assist the County, or its authorized representatives, in accordance with County and Medical Center procedures.
- E. Compensation for County Costs: In the event that any such practitioner fails to comply with any of the indemnification or insurance requirements of these bylaws, and such failure to comply results in any costs to County, the practitioner shall pay full compensation to County for all costs incurred by County.

Section 3.

Insurance Coverage Requirements

- A. General Liability insurance (written on ISO policy form CG 00 01 or its equivalent) with limits of not less than the following:

General Aggregate: \$2 million

Products/Completed Operations Aggregate: \$1 million

Personal and Advertising Injury: \$1 million

Each Occurrence: \$1 million

B. Automobile Liability insurance (written on ISO policy form CA 00 01 or its equivalent) with a limit of liability of not less than \$1 million for each accident. Such insurance shall include coverage for all "owned", "hired and "non-owned" vehicles, or coverage for "any auto."

C. Workers' Compensation and Employers' Liability insurance providing workers' compensation benefits, as required by the Labor Code of the State of California or by any other state, and for which such practitioner is responsible. This insurance also shall include Employers' Liability coverage with limits of not less than the following:

Each Accident: \$1 million

Disease - policy limit: \$1 million

Disease - each employee: \$1 million

D. Professional Liability insurance covering liability arising from any error, omission, negligent or wrongful act of the practitioner, its officers or employees with limits of not less than \$1 million per occurrence and \$3 million aggregate. The coverage also shall provide an extended two year reporting period commencing upon termination or cancellation of clinical privileges.

ARTICLE XV

RULES AND REGULATIONS

Section 1. Association Rules and Regulations

Subject to the approval of the Director, the Executive Committee shall adopt, amend, or repeal, such rules and regulations of the Association as may be necessary to implement more specifically the general principles found within these bylaws. Such rules and regulations shall not be inconsistent with these bylaws or ~~other the~~ policies of the Medical Center. Following Executive Committee action, such rules and regulations shall become effective only upon approval by the Director, which approval shall not be withheld unreasonably. Such rules and regulations shall be reviewed, and may be revised if necessary, at least every two (2) years. If there is any conflict between these bylaws and such rules and regulations, the bylaws shall govern. If significant changes are made in ~~the such~~ rules and regulations, as determined by the Executive Committee, then the Association members and other

persons with clinical privileges shall be provided with revised texts.

Section 2. Departmental Rules and Regulations

Subject to the approval of the Executive Committee and Director, each department shall adopt, amend, or repeal its own rules and regulations for the conduct of its affairs and the discharge of its responsibilities. Such rules and regulations shall not be inconsistent with these bylaws, the rules and regulations of the Association, or ~~other~~ the policies of the Medical Center. If there is any conflict between these bylaws and such rules and regulations, the bylaws shall govern.

ARTICLE XVI

FEES AND PROFITS

Section 1. General Rules

Except as otherwise provided by County contract, no member of the Association shall bill, accept or receive any fee or gratuity for any type of service rendered to any patient under the jurisdiction of the Medical Center, except as to those patients who are designated as private patients of that member upon admission, or where that member is called as a consultant for a private patient of another member.

Section 2. Division of Fees

The practice of the division of fees under any guise whatsoever is forbidden, and any such division of fees shall be cause for exclusion from the Association.

Section 3. Research

No member of the Association shall receive any direct pecuniary gain from any patient or sources on behalf of any patient as a result of any research conducted in the Medical Center.

ARTICLE XVII

GENERAL PROVISIONS

Section 1. Construction Of Terms and Headings

Words used in these bylaws shall be read as the masculine or feminine

gender and as the singular or plural, as the context requires. The captions or headings in these bylaws are for convenience only and are not intended to limit or define the scope or effect of any provision of these bylaws.

Section 2. Executive Committee Action

Whenever these bylaws require or authorize action by the Executive Committee, such action may be taken by a subcommittee of the Executive Committee to which the Executive Committee has delegated the responsibility and authority to act for it on the particular subject matter, activity or function involved.

Section 3. Authority to Act

Action of the Association in relation to any person other than the members thereof shall be expressed only through the President of the Association or the Executive Committee, or his/her or its designee, and they shall first confer with the Chief Executive Officer. Any member who acts in the name of the Association without proper authority shall be subject to such disciplinary action as the Executive Committee or the Chief Executive Officer may deem appropriate.

Section 4. Acceptance of Principles

All members of whatever category do by application for membership in the Association agree to be bound by the provisions of these bylaws, a copy of which shall be delivered to each member on his/her initial appointment and a copy of each amendment thereto which shall be promptly delivered after adoption. Any violation of these bylaws shall subject the applicant or member to such disciplinary action as the Executive Committee or the Chief Executive Officer may deem appropriate.

ARTICLE XVIII

CONFLICTS

In the event of any conflict between the provisions of these bylaws and of any County ordinance or State or Federal law or regulation, the provisions of the latter shall govern.

ARTICLE XIX

AUTHORITY OF DIRECTOR OF HEALTH SERVICES

Section 1. Approval

~~Notwithstanding any other provision~~ In accordance with the provisions of these bylaws, no appointment or reappointment to membership or grant of clinical privileges shall be effective unless and until approved by the Director, and no suspension or termination (including, without limitation, any denial of reappointment, but not including any automatic suspension or termination) of the membership or all or any portion of the clinical privileges of any person shall be effective unless and until approved by the Director, provided that in cases of emergency where there is a likelihood of direct and immediate danger to the health or safety of any person, the Chief Medical Officer, or his/her authorized representative in his/her absence, may temporarily suspend all or any portion of the clinical privileges of any person for a period not to exceed three (3) working days (excluding weekends and holidays) pending investigation and action by the Director.

Section 2. Grant Privileges

Notwithstanding any other provision of these bylaws, the Director, ~~shall, in the interest of patient care and~~ in his sole discretion, after considering the recommendations, if any, of the Executive Committee (except that the Director shall not consider the recommendations of the Executive Committee in instances where these bylaws authorize the Director to take action without such recommendations) and in the interest of patient care, shall have the authority to grant clinical privileges ~~other than those requested~~ as well as modify, suspend, or terminate the membership and/or all or any portion of the clinical privileges of any person in the attending staff..

Section 3. Civil Service Requirements

Notwithstanding any other provision of these bylaws, the Director, after considering the recommendations, if any, of the Executive Committee, shall have the authority to take such action as he deems necessary and appropriate relative to all aspects of the membership and/or clinical privileges of any person in order to accommodate and carry out orders of the County Civil Service Commission or other Civil Service requirements.

ARTICLE XX

AMENDMENT OF BYLAWS

These bylaws may be amended at any annual or special meeting of the Association,

provided that notice of such business is sent to all members no later than ten (10) days before such meeting. The notice shall include the exact wording of any proposed amendment, and the time and place of the meeting. To be adopted, an amendment shall require an affirmative two-thirds vote of those present and eligible to vote, provided that a quorum exists. Amendments shall be effective only if and when approved by the Governing Body-, which approval shall not be withheld unreasonably. Neither the Association nor the Governing Body may unilaterally amend these bylaws.

RANCHO LOS AMIGOS NATIONAL REHABILITATION CENTER
PROFESSIONAL STAFF ASSOCIATION BYLAWS

APPROVED by the Professional Staff Association on _____.

President of the Association

Robert L. Waters, M.D.
Chief Medical Officer

APPROVED by the Chief Executive Officer on _____.

Consul Diaz Martinez
Chief Executive Officer
Rancho Los Amigos National Rehabilitation
Center

~~APPROVED by the Associate Director of Health Services, Clinical and Medical Affairs, on _____.~~

~~Donald C. Thomas, III, M.D.
Associate Director of Health Services,
Clinical and Medical Affairs
Los Angeles County
Department of Health Services~~

APPROVED by the Chief Medical Officer of Health Services

on

Thomas L. Garthwaite, M.D.
Chief Medical Officer of Health Services
Los Angeles County
Department of Health Services

APPROVED by the Director of Health Services on _____.

~~Mark Finucane~~ Thomas L. Garthwaite, M.D.
Director
Los Angeles County
Department of Health Services

APPROVED by the Governing Body on _____.

Chairman of the Board of Supervisors of
Los Angeles County

APPROVED AS TO FORM:
LLOYD W. PELLMAN
County Counsel

By _____
James Kashian
Principal Deputy County Counsel

~~3205 (4/14/00)~~

Draft #1 9/12/03
Draft #2 10/01/03
Draft #3 10/02/03
Draft #4 10/15/03
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Draft #7 1/07/04
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